

**PRIVATE UTILITY
ANNUAL REPORT**

OF

Name: Superior Water, Light and Power Company - 5820**Principal Office:**

2915 Hill Avenue, Superior, Wisconsin

For the Year Ended: December 31, 2004**ELECTRIC, WATER, OR GAS UTILITY
TO
PUBLIC SERVICE COMMISSION OF WISCONSIN**P.O. Box 7854
Madison, WI 53707-7854
(608) 266-3766

This form is required under Wis. Stat. § 196.07. Failure to file the form by the statutory filing date can result in the imposition of a penalty under Wis. Stat. § 196.66. The penalty which can be imposed by this section of the statutes is a forfeiture of not less than \$25 nor more than \$5,000 for each violation. Each day subsequent to the filing date constitutes a separate and distinct violation. The filed form is available to the public and personally identifiable information may be used for purposes other than those related to public utility regulation.

General Rules For Reporting

1. Prepare the report in conformity with the Uniform System of Accounts prescribed by the Public Service Commission of Wisconsin.
2. The original copy filed with the Commission must be typed with a black ribbon on the original forms supplied by the Commission unless other forms have been preapproved.
3. Numeric items may contain digits (0-9), a decimal point, and a minus sign "-". Parentheses may also be used to indicate negative values.
4. The annual report should be complete in itself in all particulars. Reference to returns of former years or to other reports should not be made to take the place of required entries except as otherwise specifically authorized.
5. Where information called for herein is not given, state fully the reason for its omission. If the answer to any query is "none" or if any of the schedules are not applicable to the reporting utility, the word "none" should be filled in the space provided for answer or the words "not applicable" should be written across space on the schedules for amounts.
6. If more than one page is required to complete a schedule, type "1" after "Copy" on the top of the first page. Type consecutive numbers, beginning with "2", after "Copy" on the following identical pages.
7. Do not modify account titles. If it is necessary or desirable, insert additional statements for the purpose of further explanation of schedules. Each insert sheet should bear the title of the schedule to which it pertains.
8. Whenever schedules call for data from the previous year, the data reported must be based upon those shown by the annual report of the previous year or an appropriate explanation given why different data were used.
9. Where part or all of the report is prepared by other than utility personnel, a disclosure should be included in the notes to the income statement or the balance sheet which describes the nature and extent of work performed.
10. The four digit ID number at the top of the page must be typed along with the year of the report and the copy number. Contact the Commission, if you don't know your ID number.

INSTRUCTIONS FOR FILING FERC FORMS 1, 1-F and 3-Q

GENERAL INFORMATION

I Purpose

Form 1 is an annual regulatory support requirement under 18 CFR 141.1 for Major public utilities, licensees and others. Form 1-F is an annual regulatory support requirement under 18 CFR 141.2 for Nonmajor public utilities, licensees and others. Form 3-Q is a quarterly regulatory support requirement which supplements Forms 1 and 1-F under 18 CFR 141.400. The reports are designed to collect financial and operational information from major and nonmajor electric utilities, licensees and others subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be a non-confidential public use forms.

II. Who Must Submit

Each Major electric utility, licensee, or other, as classified in the Commission's Uniform System of Accounts Prescribed for Public Utilities and Licensees Subject To the Provisions of The Federal Power Act (18 CFR 101), must submit Form 1 as prescribed in 18 CFR Part 141.1. Each Nonmajor electric utility, licensee or other must submit Form 1-F as prescribed in 18 CFR Part 141.2. Each Major and Nonmajor electric utility licensee or other, must submit Form 3-Q as prescribed in 18 CFR Part 141.400.

Note: Major means having, in each of the three previous calendar years, sales or transmission service that exceeds one of the following:

- (1) one million megawatt hours of total annual sales,
- (2) 100 megawatt hours of annual sales for resale,
- (3) 500 megawatt hours of annual power exchanges delivered, or
- (4) 500 megawatt hours of annual wheeling for others (deliveries plus Losses).

Nonmajor means having in each of the three previous calendar years, total annual sales of 10,000 megawatt hours or more

III. What and Where to Submit

- (a) Submit Forms 1, 1-F and 3-Q electronically through the Form 1/3-Q Submission Software. Retain one copy of each report for your files.
- (b) Respondents may submit the Corporate Officer Certification electronically, or file/mail an original signed Corporate Officer Certification to:

Chief Accountant
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

(c) Submit, immediately upon publication, four (4) copies of the latest annual report to stockholders and any annual financial or statistical report regularly prepared and distributed to bondholders, security analysts, or industry associations. (Do not include monthly and quarterly reports. Indicate by checking the appropriate box on Form 1, Page 4, List of Schedules, if the reports to stockholders will be submitted or if no annual report to stockholders is prepared.) Mail these reports to the address in III(c) above.

(d) For the Annual CPA certification, submit with the original submission, or within 30 days after the filing date for Form 1, a letter or report (not applicable to respondents classified as Class C or Class D prior to January 1, 1984):

- (i) Attesting to the conformity, in all material aspects, of the below listed (schedules and) pages with the Commission's applicable Uniform Systems of Accounts (including applicable notes relating thereto and the Chief Accountant's published accounting releases), and
- (ii) be signed by independent certified public accountants or an independent licensed public accountant certified or licensed by a regulatory authority of a State or other political subdivision of the U. S. (See 18 CFR 158.10-158.12 for specific qualifications.)

Reference	Reference Schedules Pages
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Comparative Balance Sheet	110-113
Statement of Income	114-117
Statement of Retained Earnings	118-119
Statement of Cash Flows	120-121
Notes to Financial Statements	122-123

Insert the letter or report immediately following the cover sheet. When submitting after the filing date for this form, send the letter or report to the address indicated at III (b). Use the following form for the letter or report unless unusual circumstances or conditions, explained in the Letter or report, demand that it be varied. Insert parenthetical phrases only when exceptions are reported.

GENERAL INFORMATION (continued)

In connection with our regular examination of the financial statements of _____ for the year ended on which we have reported separately under date of _____ We have also reviewed schedules _____ of FERC Form No. 1 for the year filed with the Federal Energy Regulatory Commission, for conformity in all material respects with the requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases. Our review for this purpose included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Based on our review, in our opinion the accompanying schedules identified in the preceding paragraph _____ (except as noted below) conform in all material respects with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases.

State in the letter or report, which, if any, of the pages above do not conform to the Commission's requirements. Describe the discrepancies that exist _____

(d) Federal, State and Local Governments and other authorized users may obtain additional blank copies to meet their requirements free of charge from: Public Reference and Files Maintenance Branch Federal Energy Regulatory Commission 888 First Street, NE. Room 2A ED-12.2 Washington, DC 20426 (202).502-8371

IV. When to Submit:

Submit Form 1 according to the filing dates contained in section 18 CFR 141.1 of the Commission's regulations. Submit Form 1-F according to the filing dates contained in section 18 CFR 141.2 of the Commission's regulations. Submit Form 3-Q according to the filing dates contained in section 18 CFR 141.400 of the Commission's regulations.

V. Where to Send Comments on Public Reporting Burden.

The public reporting burden for the Form 1 collection of information is estimated to average 1,144 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data-needed, and completing and reviewing the collection of information. public reporting burden for the Form 1-F collection of information is estimated to average 112 hours per response. The public reporting burden for the Form 3-Q collection of information is estimated to average 150 hours per response. Send comments regarding these burden estimates or any aspect of these collections of information, including suggestions for reducing burden, to the Federal Energy Regulatory Commission, 888 First Street NE, Washington, DC 20426 (Attention: Mr. Michael Miller, ED-30); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission). No person shall be subject to any penalty if any collection of information does not display a valid control number (44 U.S.C. 3512 (a)).

GENERAL INSTRUCTIONS

- I. Prepare this report in conformity with the Uniform System of Accounts (18 CFR 101) (U.S. of A.). Interpret all accounting words and phrases in accordance with the U. S. of A.
- II. Enter in whole numbers (dollars or MWH) only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important. The truncating of cents is allowed except on the four basic financial statements where rounding is required.) The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for statement of income accounts the current year's year to date amounts.
- III. Complete each question fully and accurately, even if it has been answered in a previous report. Enter the word "None" where it truly and completely states the fact.
- IV. For any page(s) that is not applicable to the respondent, omit the page(s) and enter "NA," "NONE," or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.
- V. Enter the month, day, and year for all dates. Use customary abbreviations. The "Date of Report" included in the header of each page is to be completed only for resubmissions (see VII. below).
- VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported as positive. Numbers having a sign that is different from the expected sign must be reported by enclosing the numbers in parentheses.
- VII. For any resubmissions, submit the electronic filing using the Form 1/3-Q software and send a letter identifying which pages in the form have been revised. Send the letter to the Office of the Secretary.
- VIII. Do not make references to reports of previous periods/years or to other reports in lieu of required entries, except as specifically authorized.
- IX. Wherever (schedule) pages refer to figures from a previous period/year, the figures reported must be based upon those shown by the report of the previous period/year, or an appropriate explanation given as to why the different figures were used.

Definitions for statistical classifications used for completing schedules for transmission system reporting are as follows:

FNS - Firm Network Transmission Service for Self. "Firm" means service that can not be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff. "Self" means the respondent.

FNO - Firm Network Service for Others. "Firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff.

LFP - for Long-Term Firm Point-to-Point Transmission Reservations. "Long-Term" means one year or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Point-to-Point Transmission Reservations" are described in Order No. 888 and the Open Access Transmission Tariff. For all transactions identified as LFP, provide in a footnote the termination date of the contract defined as the earliest date either buyer or seller can unilaterally cancel the contract.

OLF - Other Long-Term Firm Transmission Service. Report service provided under contracts which do not conform to the terms of the Open Access Transmission Tariff. "Long-Term" means one year or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. For all transactions identified as OLF, provide in a footnote the termination date of the contract defined as the earliest date either buyer or seller can unilaterally get out of the contract.

SFP - Short-Term Firm Point-to-Point Transmission Reservations. Use this classification for all firm point-to-point transmission reservations, where the duration of each period of reservation is less than one-year.

NF - Non-Firm Transmission Service, where firm means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions.

OS - Other Transmission Service. Use this classification only for those services which can not be placed in the above-mentioned classifications, such as all other service regardless of the length of the contract and service form. Describe the type of service in a footnote for each entry.

AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment.

DEFINITIONS

- I. Commission Authorization (Comm. Auth.) -- The authorization of the Federal Energy Regulatory Commission, or any other Commission. Name the commission whose authorization was obtained and give date of the authorization
- II. Respondent -- The person, corporation, licensee, agency, authority, or other Legal entity or instrumentality in whose behalf the report is made.

Federal Power Act, 16 U.S.C. 791a-825r

Sec. 3. The words defined in this section shall have the following meanings for purposes of this Act, to wit: ... (3) 'corporation' means any corporation, joint-stock company, partnership, association, business trust, organized group of persons, whether incorporated or not, or a receiver or receivers, trustee or trustees of any of the foregoing. It shall not include 'municipalities, as hereinafter defined;

(4) 'Person' means an individual or a corporation;

(5) 'Licensee, means any person, State, or municipality Licensed under the provisions of section 4 of this Act, and any assignee or successor in interest thereof;

(7) 'municipality means a city, county, irrigation district, drainage district, or other political subdivision or agency of a State competent under the Laws thereof to carry on the business of developing, transmitting, unitizing, or distributing power;

(11) 'project' means. a complete unit of improvement or development, consisting of a power house, all water conduits, all dams and appurtenant works and structures (including navigation structures) which are a part of said unit, and all storage, diverting, or forebay reservoirs directly connected therewith, the primary line or Lines transmitting power therefrom to the point of junction with the distribution system or with the interconnected primary transmission system, all miscellaneous structures used and useful in connection with said unit or any part thereof, and all water rights, rights-of-way, ditches, dams, reservoirs, Lands, or interest in Lands the use and occupancy of which are necessary or appropriate in the maintenance and operation of such unit;

"Sec. 4. The Commission is hereby authorized and empowered

(a) To make investigations and to collect and record data concerning the utilization of the water resources of any region to be developed, the water-power industry and its relation to other industries and to interstate or foreign commerce, and concerning the location, capacity, development -costs, and relation to markets of power sites; ... to the extent the Commission may deem necessary or useful for the purposes of this Act."

"Sec. 304. (a) Every Licensee and every public utility shall file with the Commission such annual and other periodic or special* reports as the Commission may by rules and regulations or other prescribe as necessary or appropriate to assist the Commission in the proper administration of this Act. The Commission may prescribe the manner and form in which such reports shall be made, and require from such persons specific answers to all questions upon which the Commission may need information. The Commission may require that such reports shall include, among other things, full information as to assets and Liabilities, capitalization, net investment, and reduction thereof, gross receipts, interest due and paid, depreciation, and other reserves, cost of project and other facilities, cost of maintenance and operation of the project and other facilities, cost of renewals and replacement of the project works and other facilities, depreciation, generation, transmission, distribution, delivery, use, and sale of electric energy. The Commission may require any such person to make adequate provision for currently determining such costs and other facts. Such reports shall be made under oath unless the Commission otherwise specifies*.10

"Sec. 309. The Commission shall have power to perform any and all acts, and to prescribe, issue, make, and rescind such orders, rules and regulations as it may find necessary or appropriate to carry out the provisions of this Act. Among other things, such rules and regulations may define accounting, technical, and trade terms used in this Act; and may prescribe the *form or forms of all statements, declarations, applications, and reports to be filed with the Commission, the information which they shall contain, and the time within which they shall be filed..."

GENERAL PENALTIES

"Sec. 315. (a) Any licensee or public utility which willfully fails, within the time prescribed by the Commission, to comply with any order of the Commission, to file any report required under this Act or any rule or regulation of the Commission thereunder, to submit any information or document required by the Commission in the course of an investigation conducted under this Act shall forfeit to the United States an amount not exceeding \$1,000 to be fixed by the Commission after notice and opportunity for hearing "

**FERC FORM NO. 1/3-Q:
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER**

IDENTIFICATION		
01 Exact Legal Name of Respondent Superior Water, Light and Power Company		02 Year/Period of Report End of <u>2004/Q4</u>
03 Previous Name and Date of Change <i>(if name changed during year)</i> / /		
04 Address of Principal Office at End of Period <i>(Street, City, State, Zip Code)</i> 2915 Hill Avenue Post Office Box 519 Superior, WI 54880		
05 Name of Contact Person Paul M Holt		06 Title of Contact Person Asst Treasurer
07 Address of Contact Person <i>(Street, City, State, Zip Code)</i> 30 West Superior Street Duluth, MN 55802		
08 Telephone of Contact Person, <i>Including Area Code</i> (218) 722-2641	09 This Report Is (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	10 Date of Report <i>(Mo, Da, Yr)</i> / /

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name Paul M Holt	03 Signature Paul M Holt	04 Date Signed <i>(Mo, Da, Yr)</i> / /
02 Title Asst Treasurer		

Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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LIST OF SCHEDULES (Electric Utility)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
1	General Information	101	
2	Control Over Respondent	102	
3	Corporations Controlled by Respondent	103	None
4	Officers	104	
5	Directors	105	
6	Important Changes During the Year	108-109	
7	Comparative Balance Sheet	110-113	
8	Statement of Income for the Year	114-117	
9	Statement of Retained Earnings for the Year	118-119	
10	Statement of Cash Flows	120-121	
11	Notes to Financial Statements	122-123	
12	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122(a)(b)	None
13	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201	
14	Nuclear Fuel Materials	202-203	None
15	Electric Plant in Service	204-207	
16	Electric Plant Leased to Others	213	None
17	Electric Plant Held for Future Use	214	
18	Construction Work in Progress-Electric	216	
19	Accumulated Provision for Depreciation of Electric Utility Plant	219	
20	Investment of Subsidiary Companies	224-225	None
21	Materials and Supplies	227	
22	Allowances	228-229	None
23	Extraordinary Property Losses	230	None
24	Unrecovered Plant and Regulatory Study Costs	230	None
25	Other Regulatory Assets	232	
26	Miscellaneous Deferred Debits	233	
27	Accumulated Deferred Income Taxes	234	
28	Capital Stock	250-251	
29	Other Paid-in Capital	253	
30	Capital Stock Expense	254	None
31	Long-Term Debit	256-257	
32	Reconciliation of Reported Net Income with Taxable Inc for Fed Inc Tax	261	
33	Taxes Accrued, Prepaid and Charged During the Year	262-263	
34	Accumulated Deferred Investment Tax Credits	266-267	
35	Other Deferred Credits	269	
36	Accumulated Deferred Income Taxes-Accelerated Amortization Property	272-273	None

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
37	Accumulated Deferred Income Taxes-Other Property	274-275	
38	Accumulated Deferred Income Taxes-Other	276-277	
39	Other Regulatory Liabilities	278	
40	Electric Operating Revenues	300-301	
41	Sales of Electricity by Rate Schedules	304	
42	Sales for Resale	310-311	None
43	Electric Operation and Maintenance Expenses	320-323	
44	Purchased Power	326-327	
45	Transmission of Electricity for Others	328-330	
46	Transmission of Electricity by Others	332	None
47	Miscellaneous General Expenses-Electric	335	
48	Depreciation and Amortization of Electric Plant	336-337	
49	Regulatory Commission Expenses	350-351	
50	Research, Development and Demonstration Activities	352-353	None
51	Distribution of Salaries and Wages	354-355	
52	Common Utility Plant and Expenses	356	
53	Monthly Transmission System Peak Load	400	
54	Electric Energy Account	401	
55	Monthly Peaks and Output	401	None
56	Steam Electric Generating Plant Statistics (Large Plants)	402-403	None
57	Hydroelectric Generating Plant Statistics (Large Plants)	406-407	None
58	Pumped Storage Generating Plant Statistics (Large Plants)	408-409	None
59	Generating Plant Statistics (Small Plants)	410-411	
60	Transmission Line Statistics	422-423	None
61	Transmission Lines Added During Year	424-425	
62	Substations	426-427	

Stockholders' Reports Check appropriate box:

☐ Four copies will be submitted

☒ No annual report to stockholders is prepared

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2004/Q4</u>
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GENERAL INFORMATION

1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept.

Paul M Holt
 Asst Treasurer
 2915 Hill Avenue, Post Office Box 519
 Superior, WI 54880

2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and the date organized.

Wisconsin
 September 28, 1889

3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.

None

4. State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated.

Electric, gas, and water. All in the state of Wisconsin.

5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements?

(1) ☐ Yes...Enter the date when such independent accountant was initially engaged:
 (2) ☒ No

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2004/Q4</u>
CONTROL OVER RESPONDENT			
1. If any corporation, business trust, or similar organization or a combination of such organizations jointly held control over the respondent at the end of the year, state name of controlling corporation or organization, manner in which control was held, and extent of control. If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization. If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiaries for whom trust was maintained, and purpose of the trust.			
ALLETE, Inc., 30 West Superior Street, Duluth, Minnesota 55802, has such degree of control over the respondent as is inherent in the ownership of 100% of the voting stock of the respondent.			

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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OFFICERS

1. Report below the name, title and salary for each executive officer whose salary is \$50,000 or more. An "executive officer" of a respondent includes its president, secretary, treasurer, and vice president in charge of a principal business unit, division or function (such as sales, administration or finance), and any other person who performs similar policy making functions.
2. If a change was made during the year in the incumbent of any position, show name and total remuneration of the previous incumbent, and the date the change in incumbency was made.

Line No.	Title (a)	Name of Officer (b)	Salary for Year (c)
1	President and Chief Executive Officer	Roger P Engle	297,515
2	Treasurer	Gary A Hoffman	124,093
3	Assistant Treasurer	William S Bombich	102,153
4	Secretary	Janet A Blake	57,375
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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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DIRECTORS

1. Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.

2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name (and Title) of Director (a)	Principal Business Address (b)
1	Donald J. Shippar, Chairman of the Board	President and CEO, ALLETE, Inc.
2		30 West Superior Street, Duluth, MN 55802
3		
4	Roger P. Engle, President and CEO	President and CEO, Superior Water, Light and Power Company
5		2915 Hill Avenue, Superior, WI 54880
6		
7	Warren L. Candy	Senior Vice President - Utility Operations, ALLETE, Inc.
8		30 West Superior Street, Duluth, MN 55802
9		
10	Robert J. Adams	Vice President - Utility Business Development, ALLETE, Inc.
11		30 West Superior Street, Duluth, MN 55802
12		
13	Patrick K. Mullen	Vice President - Distribution Operations & Customer Service
14		30 West Superior Street, Duluth, MN 55802
15		
16	Claudia R. Scott Welty	Senior VP Support and Chief Administrative Officer, ALLETE, Inc.
17		30 West Superior Street, Duluth, MN 55802
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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report / /	Year/Period of Report End of 2004/Q4
IMPORTANT CHANGES DURING THE QUARTER/YEAR			
<p>Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.</p> <p>1. Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact.</p> <p>2. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization.</p> <p>3. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission.</p> <p>4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization.</p> <p>5. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc.</p> <p>6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee.</p> <p>7. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments.</p> <p>8. State the estimated annual effect and nature of any important wage scale changes during the year.</p> <p>9. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.</p> <p>10. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 106, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.</p> <p>11. (Reserved.)</p> <p>12. If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page.</p> <p>13. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period.</p> <p>14. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio.</p>			
<p>PAGE 108 INTENTIONALLY LEFT BLANK SEE PAGE 109 FOR REQUIRED INFORMATION.</p>			

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4
IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)			

1. None.
2. None.
3. None.
4. None.
5. None.
6. During 2004 the Company issued and had outstanding \$5,800,000 of short-term debt. Authorization for this borrowing was requested of the Public Service Commission of Wisconsin in Docket 5820-SB-116.
7. None.
8. A wage increase of approximately 3.25% annually became effective for Union employees on February 1, 2004.
9. None.
10. None.
12. None.
13. Paul M. Holt was appointed an Assistant Treasurer of the Company on October 11, 2004.
Gary A. Hoffman - Treasurer, Retired effective December 31, 2004 after having completed over 29 years of service with the Company.
14. None.

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	UTILITY PLANT			
2	Utility Plant (101-106, 114)	200-201	79,454,183	77,614,503
3	Construction Work in Progress (107)	200-201	1,378,532	1,215,969
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		80,832,715	78,830,472
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	33,492,622	31,869,086
6	Net Utility Plant (Enter Total of line 4 less 5)		47,340,093	46,961,386
7	Nuclear Fuel in Process of Ref., Conv., Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2)		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		47,340,093	46,961,386
15	Utility Plant Adjustments (116)	122	0	0
16	Gas Stored Underground - Noncurrent (117)		0	0
17	OTHER PROPERTY AND INVESTMENTS			
18	Nonutility Property (121)		41,882	41,882
19	(Less) Accum. Prov. for Depr. and Amort. (122)		0	0
20	Investments in Associated Companies (123)		0	0
21	Investment in Subsidiary Companies (123.1)	224-225	0	0
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		23,756	20,757
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		0	0
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		0	0
31	Long-Term Portion of Derivative Assets - Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		65,638	62,639
33	CURRENT AND ACCRUED ASSETS			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		885,784	291,042
36	Special Deposits (132-134)		0	0
37	Working Fund (135)		5,500	5,500
38	Temporary Cash Investments (136)		0	0
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		4,771,922	4,446,774
41	Other Accounts Receivable (143)		553,504	544,929
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		162,132	215,584
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		0	0
45	Fuel Stock (151)	227	0	0
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	422,514	392,927
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	0	0

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	-2,602	-607
55	Gas Stored Underground - Current (164.1)		1,181,071	1,087,876
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		1,434,956	1,293,981
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		0	0
60	Rents Receivable (172)		0	0
61	Accrued Utility Revenues (173)		3,453,939	2,732,750
62	Miscellaneous Current and Accrued Assets (174)		46,542	-19,901
63	Derivative Instrument Assets (175)		0	0
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		0	0
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176)		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		12,590,998	10,559,687
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)		62,856	75,263
70	Extraordinary Property Losses (182.1)	230	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230	0	0
72	Other Regulatory Assets (182.3)	232	890,002	242,233
73	Prelim. Survey and Investigation Charges (Electric) (183)		5,668	11,083
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		20,338	21,816
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	2,509,978	2,739,398
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		0	0
82	Accumulated Deferred Income Taxes (190)	234	3,528,332	3,700,362
83	Unrecovered Purchased Gas Costs (191)		0	0
84	Total Deferred Debits (lines 69 through 83)		7,017,174	6,790,155
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		67,013,903	64,373,867

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Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Superior Water, Light and Power Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	//	End of 2004/Q4

STATEMENT OF INCOME

1. Enter in column (e) operations for the reporting quarter and in column (f) the operations for the same three month period for the prior year.
2. Report in Column (g) year to date amounts for electric utility function; in column (i) the year to date amounts for gas utility, and in (k) the year to date amounts for the other utility function for the current quarter/year.
3. Report in Column (h) year to date amounts for electric utility function; in column (j) the year to date amounts for gas utility, and in (l) the year to date amounts for the other utility function for the previous quarter/year.
4. If additional columns are needed place them in a footnote.

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	54,312,109	50,767,140		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	44,273,276	40,319,301		
5	Maintenance Expenses (402)	320-323	1,370,356	1,475,636		
6	Depreciation Expense (403)	336-337	2,459,683	2,374,964		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337				
8	Amort. & Depl. of Utility Plant (404-405)	336-337				
9	Amort. of Utility Plant Acq. Adj. (406)	336-337	24,244	24,244		
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)					
13	(Less) Regulatory Credits (407.4)					
14	Taxes Other Than Income Taxes (408.1)	262-263	1,806,707	1,354,510		
15	Income Taxes - Federal (409.1)	262-263	576,713	835,650		
16	- Other (409.1)	262-263	242,206	279,403		
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	1,871	307,132		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277				
19	Investment Tax Credit Adj. - Net (411.4)	266	-41,325	-42,042		
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)					
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)					
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		50,713,731	46,928,798		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117, line 27		3,598,378	3,838,342		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL		Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
			Current Year (c)	Previous Year (d)		
27	Net Utility Operating Income (Carried forward from page 114)		3,598,378	3,838,342		
28	Other Income and Deductions					
29	Other Income					
30	Nonutility Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		663,627	646,890		
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		637,329	617,759		
33	Revenues From Nonutility Operations (417)					
34	(Less) Expenses of Nonutility Operations (417.1)					
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119				
37	Interest and Dividend Income (419)		12,032	11,210		
38	Allowance for Other Funds Used During Construction (419.1)					
39	Miscellaneous Nonoperating Income (421)		-370,199	-185,866		
40	Gain on Disposition of Property (421.1)					
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		-331,869	-145,525		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)					
44	Miscellaneous Amortization (425)	340				
45	Donations (426.1)	340	66,948	37,978		
46	Life Insurance (426.2)		-11,018	-4,076		
47	Penalties (426.3)					
48	Exp. for Certain Civic, Political & Related Activities (426.4)		286	438		
49	Other Deductions (426.5)		-286	-313		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		55,930	34,027		
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	605	655		
53	Income Taxes-Federal (409.2)	262-263	-128,330	-59,110		
54	Income Taxes-Other (409.2)	262-263	-32,480	-14,960		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	-33,570	3,235		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277				
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)					
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		-193,775	-70,180		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		-194,024	-109,372		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		1,031,108	1,054,938		
63	Amort. of Debt Disc. and Expense (428)		17,642	116,927		
64	Amortization of Loss on Reaquired Debt (428.1)					
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reaquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)	340	123,915	126,744		
68	Other Interest Expense (431)	340	106,668	56,228		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)					
70	Net Interest Charges (Total of lines 62 thru 69)		1,279,333	1,354,837		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		2,125,021	2,374,133		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		2,125,021	2,374,133		

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		16,142,788	15,768,655
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6				
7				
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			
10				
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)			
16	Balance Transferred from Income (Account 433 less Account 418.1)	439	2,125,021	2,374,133
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31		438		(2,000,000)
32				
33				
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)			(2,000,000)
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		18,267,809	16,142,788

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	APPROPRIATED RETAINED EARNINGS (Account 215)			
39				
40				
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		18,267,809	16,142,788
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)			
50	Equity in Earnings for Year (Credit) (Account 418.1)			
51	(Less) Dividends Received (Debit)			
52				
53	Balance-End of Year (Total lines 49 thru 52)			

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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STATEMENT OF CASH FLOWS

(1) Codes to be used: (a) Net Proceeds or Payments; (b) Bonds, debentures and other long-term debt; (c) include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.

(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.

(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.

(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	2,125,021	2,374,133
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	2,483,927	2,399,208
5	Amortization of Debt Expense	17,642	116,927
6	Depreciation included in other O&M expenses	34,100	51,100
7			
8	Deferred Income Taxes (Net)	1,871	307,132
9	Investment Tax Credit Adjustment (Net)	-41,325	-42,042
10	Net (Increase) Decrease in Receivables	-387,177	-224,969
11	Net (Increase) Decrease in Inventory	-120,787	-341,882
12	Net (Increase) Decrease in Allowances Inventory		
13	Net Increase (Decrease) in Payables and Accrued Expenses	847,305	9,432
14	Net (Increase) Decrease in Other Regulatory Assets	-647,769	-219,685
15	Net Increase (Decrease) in Other Regulatory Liabilities	-875,482	-283,361
16	(Less) Allowance for Other Funds Used During Construction		
17	(Less) Undistributed Earnings from Subsidiary Companies		
18	Other (provide details in footnote): Accrued Revenue	-721,189	-383,020
19	Prepaid revenue and other prepayments	-114,243	255,681
20	Net change in other working capital	872,008	713,370
21			
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	3,473,902	4,732,024
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-2,862,634	-2,050,118
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant		
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction		
31	Other (provide details in footnote): Customer Advances	33,474	63,278
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-2,829,160	-1,986,840
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)		
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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STATEMENT OF CASH FLOWS

(1) Codes to be used: (a) Net Proceeds or Payments; (b) Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.

(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.

(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.

(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other (provide details in footnote):		
54			
55			
56	Net Cash Provided by (Used in) Investing Activities		
57	Total of lines 34 thru 55)	-2,829,160	-1,986,840
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)		
62	Preferred Stock		
63	Common Stock		
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)	4,500,000	3,300,000
67	Other (provide details in footnote):		
68			
69			
70	Cash Provided by Outside Sources (Total 61 thru 69)	4,500,000	3,300,000
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)	-250,000	-250,000
74	Preferred Stock		
75	Common Stock		
76	Other (provide details in footnote):		
77			
78	Net Decrease in Short-Term Debt (c)	-4,300,000	-3,500,000
79			
80	Dividends on Preferred Stock		
81	Dividends on Common Stock		-2,000,000
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	-50,000	-2,450,000
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	594,742	295,184
87			
88	Cash and Cash Equivalents at Beginning of Period	296,542	1,358
89			
90	Cash and Cash Equivalents at End of period	891,284	296,542

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report / /	Year/Period of Report End of 2004/Q4
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NOTES TO FINANCIAL STATEMENTS

1. Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account thereof. Classify the notes according to each basic statement, providing a subheading for each statement except where a note is applicable to more than one statement.
2. Furnish particulars (details) as to any significant contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessment of additional income taxes of material amount, or of a claim for refund of income taxes of a material amount initiated by the utility. Give also a brief explanation of any dividends in arrears on cumulative preferred stock.
3. For Account 116, Utility Plant Adjustments, explain the origin of such amount, debits and credits during the year, and plan of disposition contemplated, giving references to Commission orders or other authorizations respecting classification of amounts as plant adjustments and requirements as to disposition thereof.
4. Where Accounts 189, Unamortized Loss on Reacquired Debt, and 257, Unamortized Gain on Reacquired Debt, are not used, give an explanation, providing the rate treatment given these items. See General Instruction 17 of the Uniform System of Accounts.
5. Give a concise explanation of any retained earnings restrictions and state the amount of retained earnings affected by such restrictions.
6. If the notes to financial statements relating to the respondent company appearing in the annual report to the stockholders are applicable and furnish the data required by instructions above and on pages 114-121, such notes may be included herein.
7. For the 3Q disclosures, respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.
8. For the 3Q disclosures, the disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.
9. Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

PAGE 122 INTENTIONALLY LEFT BLANK
SEE PAGE 123 FOR REQUIRED INFORMATION.

Name of Respondent Superior Water, Light and Power Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2004/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

1. See notes to audited financial statements on page 123.1
2. A \$500,000 contingent liability was made for potential manufactured gas plant site cleanup in 2003.
3. None
4. None
5. None
6. None

Summary of 2004 transactions covered by our affiliated interest contract

with ALLETE, Inc.

Billed by ALLETE, Inc. to SWL&P -

a. Purchased Power	21,200,815
b. Computer Processing, Information Systems	34,936
c. Office Services and Postage	123,571
d. Maintenance, Operation and Construction of Facilities	885,325
e. Federal Income Taxes	204,921
f. Test and Purchase Protective Equipment	1,787
g. Pension Cost/Employee Benefits	1,015,716
h. Power Delivery	29,811
i. Insurance/Administration/Medical Plan	1,885,846
j. Legal Services	5,237
k. Debt Guarantee	39,277
l. Retail Electric Service (Pumping & Monitoring)	31,032
m. Tax Services	31,569
n. Customer Services and DSM Services	69,307
o. Federal and State Payroll Taxes	2,051,864
p. Miscellaneous	55,127
q. Minnesota Income Taxes	3,686
r. Interest on Debt (short term)	84,795
Total	<u>27,754,622</u>

Billed by SWL&P to ALLETE, Inc.

a. Rent & Wheeling Chgs from Electric Transmission System	638,918
b. SWL&P Subcontract Labor for MP	105,063
c. Charges for Fiber Optic Contract	17,286
d. Interest on amended returns	4,212
e. Interest on investments	-
Total	<u>765,479</u>

Net Charges Due Minnesota Power	<u>26,989,143</u>
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Total Charges for Affiliated Companies	<u>26,989,143</u>
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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Superior Water, Light and Power Company

(A wholly owned subsidiary of ALLETE, Inc.)

Notes to Financial Statements

December 31, 2004 and 2003

1. Summary of Significant Accounting Policies

General

Superior Water, Light and Power Company (the "Company") is a wholly owned subsidiary of ALLETE, Inc. ("Parent") and provides electric, gas and water services to customers in Superior, Wisconsin and the surrounding area. The Company is subject to regulation by the Public Service Commission of Wisconsin ("PSC") and reporting by the Federal Energy Regulatory Commission ("FERC"). The Company's accounting policies conform to accounting principles generally accepted in the United States of America as applied in the case of regulated public utilities and are in accordance with the accounting requirements of the regulatory authorities having jurisdiction.

Use of Estimates

The Company prepares its financial statements in accordance with accounting principles generally accepted in the United States of America, which require management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and disclosure of contingent assets and liabilities at the date of the financial statements during the reporting period. Actual results could differ from those estimates.

Utility Plant and Depreciation

Utility plant is stated at original cost as defined for regulatory purposes. The cost of additions to utility plant and replacements of retirement units of property are capitalized. Maintenance costs and replacements of minor items of property are charged to expense as incurred. Additions to utility plant include direct costs, allocable overhead costs and allowance for funds used during construction ("AFUDC"). Costs of depreciable units of utility plant retired are eliminated from the plant accounts and such costs, net of removal costs and salvage proceeds, are charged to accumulated depreciation.

Pursuant to requirements of the PSC, contributions in aid of construction ("CIAC") at December 31, 1989, is included as a separate component of utility plant and amortized over a 15-year period, which represents the estimated remaining useful life of the corresponding property. Amortization of the pre-1990 CIAC reduces depreciation expense. CIAC received subsequent to December 31, 1989, is recorded as a direct reduction of utility plant. Most CIAC relates to customer advances which are not refunded.

Depreciation for financial statement purposes is computed using straight-line rates approved by the PSC and, in the prior year, supplemental annual provisions ordered by the PSC.

Revenues

Revenues are based on cycle billings rendered to customers monthly. In accordance with PSC regulations, the Company accrues electric, gas and water revenue for service provided but not yet billed.

Other Current Assets

The Company's electric rates contain a power cost adjustment clause which provides for a billing adjustment based on the amount by which the cost of purchased power for the previous month is more or less than the base level in the approved rate schedules. Similarly, gas rates contain a purchased gas adjustment clause which allows the Company to adjust customer billings for the difference between actual gas costs and amounts included in approved rates.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Income Taxes

The Company is included in the consolidated federal income tax return of the Parent. The tax provision for the Company is calculated based on an agreement with the Parent which allocates taxes to the Company as if it filed a separate tax return using the marginal tax rate of the consolidated group for federal income tax purposes. Deferred taxes are provided on temporary differences between the book and tax basis of assets and liabilities which will have a future impact on taxable income. Income taxes are allocated between operating income and other income based on the source of the income that generated the tax. Investment tax credits for utility property are deferred and amortized over the service life of the related property.

Deferred Regulatory Charges and Credits

The Company is subject to the provisions of Statement of Financial Accounting Standards ("SFAS") No. 71, *Accounting for the Effects of Certain Types of Regulation*. Deferred regulatory charges represent primarily environmental costs, income taxes and asset retirement costs recoverable in future utility rates. Deferred regulatory credits represent primarily income taxes refundable in future utility rates.

Unamortized Debt Expense

Debt issuance costs are deferred and amortized over the lives of the related debt.

Cash and Cash Equivalents

The Company considers all investments purchased with original maturities of three months or less to be cash equivalents.

Inventory

Inventory, which consists of materials and supplies, is stated at the lower of cost or market. Cost is determined by the average cost method.

Asset Retirement Obligations

In June 2001, the Financial Accounting Standards Board issued SFAS No. 143, *Accounting for Asset Retirement Obligations*, which establishes accounting standards for recognition and measurement of a liability for an asset retirement obligation and the associated asset retirement cost. Upon implementation of SFAS No. 143, the Company recognized asset retirement obligations for well closures which are included in other long-term liabilities. The Company believes that the recognized closure costs are recoverable in future utility rates and therefore has recorded a regulatory asset for the following amounts:

Asset retirement obligations	
Obligation, December 31, 2003	\$ 124,507
Initial obligation upon adoption	-
Accretion expense	7,379
Additional liabilities incurred in 2004	-
Obligation, December 31, 2004	<u>\$ 131,886</u>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

2. Rate Case

During 2004, the Company filed for rate adjustments with the PSC requesting annual rate increases for its electric, gas and water customers of 4.0%, 7.0% and 12.1%, respectively. At December 31, 2004, there was no resolution to the rate case as a hearing had not yet taken place.

3. Major Customers

During 2004 and 2003, revenues derived from one customer were \$6,524,296 and \$5,485,362, respectively. No other customer accounted for more than 10% of total revenues.

4. Notes Payable

The Company has a revolving credit facility with its Parent that must be renewed annually each January 1. For the years ended December 31, 2004 and 2003, the maximum borrowings available under the facility were \$10,000,000. At December 31, 2004 and 2003, outstanding borrowings on the revolving credit facility were \$5,800,000 and \$5,600,000, respectively. Interest on borrowings accrued based on a 30-day commercial paper rate plus a spread of 60 basis points for 2004 (60 basis points for 2003). The interest rate was 2.94% and 1.66% at December 31, 2004 and 2003, respectively. The Company paid \$84,795 and \$87,004 in interest under the facility during 2004 and 2003, respectively.

5. Long-Term Debt

Long-term debt at December 31 consisted of the following:

	2004	2003
First Mortgage Bonds		
7.27% Series due 2008	\$ 6,000,000	\$ 6,000,000
7.91% Series due 2013	2,250,000	2,500,000
Industrial Development Revenue Bonds		
6.125% Series due 2021	6,500,000	6,500,000
Series due 2012	850,000	850,000
	<u>15,600,000</u>	<u>15,850,000</u>
Less: Current portion	(250,000)	(250,000)
Unamortized discount	(88,121)	(93,356)
	<u>\$ 15,261,879</u>	<u>\$ 15,506,644</u>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Maturities of long-term debt are as follows for the years ending December 31:

2005	\$ 250,000
2006	250,000
2007	250,000
2008	6,250,000
2009	250,000
Thereafter	8,350,000
	<u>\$ 15,600,000</u>

Under the terms of the indenture relating to the First Mortgage Bonds, the Company is required to annually redeem 5% of the original \$5,000,000 Series due 2013. All remaining debt is payable upon maturity.

Interest accrues on the Industrial Development Revenue Bonds Series due 2012 at an annual rate determined October 1 of each year by a municipal securities evaluation service appointed by the Trustee for the Bonds. The annual interest rate is calculated as an average of the rate paid on a minimum of 20 similar securities. The interest rate on the Bonds approximated 2.21% and 2.69% during 2004 and 2003, respectively.

Substantially all utility plant is subject to lien of the mortgage securing the First Mortgage Bonds. The Company has unsecured bank lines of credit of \$1,000,000. Borrowings on the lines of credit accrue interest at the prime rate. The Company had no outstanding debt on the lines of credit at December 31, 2004 and 2003.

6. Depreciation

Provisions for depreciation were comprised of the following:

	2004	2003
Normal depreciation - approximately 3% and 3% of average original cost, respectively	\$ 2,459,683	\$ 2,399,208
Normal depreciation included in other operation and maintenance expense	34,100	51,100
	<u>\$ 2,493,783</u>	<u>\$ 2,450,308</u>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2004/Q4
Superior Water, Light and Power Company			
NOTES TO FINANCIAL STATEMENTS (Continued)			

7. Income Taxes

Income tax expense (benefit) is comprised of the following:

	2004	2003
Charged to operations		
Current tax expense		
Federal	\$ 576,713	\$ 835,650
State	242,206	279,403
	<u>818,919</u>	<u>1,115,053</u>
Deferred tax expense (benefit)		
Federal	43,320	402,627
State	(41,449)	(95,495)
	<u>1,871</u>	<u>307,132</u>
Deferred investment tax credits	<u>(41,325)</u>	<u>(42,042)</u>
	<u>779,465</u>	<u>1,380,143</u>
Charged to other income and expense		
Current tax benefit		
Federal	(128,330)	(59,110)
State	(32,480)	(14,960)
	<u>(160,810)</u>	<u>(74,070)</u>
Deferred tax expense		
Federal	(26,960)	2,601
State	(6,610)	634
	<u>(33,570)</u>	<u>3,235</u>
	<u>(194,380)</u>	<u>(70,835)</u>
Total income tax expense	<u>\$ 585,085</u>	<u>\$ 1,309,308</u>

Total income tax expense in the above table produced effective tax rates of 21.6% in 2004 and 35.6% in 2003, as compared to the federal statutory rate of 35.0%. The reasons for the differences are set forth in the following table:

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	2004		2003	
	Amount	% of Pretax Income	Amount	% of Pretax Income
Book income before income tax	\$ 2,710,107		\$ 3,683,440	
Tax computed at federal statutory rate	\$ 948,537	35.0 %	\$ 1,289,204	35.0 %
Increase (decrease) in tax resulting from				
Investment tax credit	(41,325)	(1.5)	(42,042)	(1.1)
State income taxes, net of Federal income tax benefit	101,762	3.8	186,301	5.1
Reversal of excess deferred taxes	(384,106)	(14.2)	(55,668)	(1.2)
Other	(39,783)	(1.5)	(68,487)	(1.9)
Provision for income taxes	\$ 585,085	21.6 %	\$ 1,309,308	35.9 %

At December 31, 2004 and 2003, the Company's deferred tax assets totaled \$3,528,331 and \$4,599,014 and its deferred tax liabilities totaled \$7,893,950 and \$8,188,834, respectively. The Company's significant temporary differences result from contributions in aid of construction, depreciation, costs to retire and postretirement benefits. The reversal of excess deferred taxes in 2004 includes \$271,182 based on amounts included in the 2004 rate case.

At December 31, 2004 and 2003, the Company was entitled to a refund from the Parent for federal income taxes of \$102,920 and \$310,900, respectively. These amounts are included in other current liabilities at December 31, 2004 and 2003.

8. Retirement and Other Benefit Plans

Defined Benefit Plan

The Company has noncontributory defined benefit pension plans covering substantially all employees. Pension benefits are fully vested after five years and are based on years of service and the highest average monthly compensation earned during four consecutive years within the last 15 years of employment. Pension expense was \$421,236 in 2004 and pension expense was \$27,204 in 2003. Company policy is to fund accrued pension costs, including amortization of past service costs. A portion of pension cost is capitalized as a cost of plant construction.

The Company's plans are combined with that of its Parent. As a result, the disclosure information required by SFAS No. 132, *Employers' Disclosures About Pension and Other Postretirement Benefits*, is not separately determined for the Company. At September 30, 2004 and 2003, the actuarially computed value of the projected benefit obligation exceeded the market value of the assets of the combined pension plans. Plan assets are invested primarily in publicly traded equity and fixed income securities. At December 31, 2004 and 2003, approximately 7% and 9%, respectively, of combined plan assets were invested in the Parent's common stock.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Employee Stock Ownership Plan

The Company's Parent sponsors a leveraged Employee Stock Ownership Plan ("ESOP") within the Retirement Savings and Stock Ownership Plan which covers eligible Parent and Company employees. None of the ESOP debt or unallocated shares pledged as collateral for the loans have been pushed down from the Parent to the Company's financial statements. The Company's compensation and interest expense related to the ESOP and allocated from the Parent totaled \$157,582 in 2004 and \$256,590 in 2003.

Postretirement Benefits

The Company provides certain health care and insurance benefits for retired employees. Substantially all employees may become eligible for such benefits if they attain retirement status. The Company's benefits are combined with those of its Parent. As a result, the disclosure information required by SFAS No. 132, *Employers' Disclosures About Pension and Other Postretirement Benefits*, is not separately determined for the Company. At September 30, 2004 and 2003, the actuarial computed value of the projected benefit obligation exceeded the market value of the combined plan assets. The Company's expense related to postretirement benefits and allocated from the Parent totaled \$611,652 and \$589,524 in 2004 and 2003, respectively.

Performance Share Awards

Key employees of the Company participate in the Parent's Long-Term Incentive Compensation Plan (the "Plan"). Under the Plan, performance shares of the Parent's common stock are earned over multi-year time periods and are contingent upon the attainment of certain performance goals of the Parent. The Company does not reimburse the Parent for the shares issued to employees. As such, additional paid in capital is credited when the shares are ultimately issued for the amount of expense accrued under the Plan.

9. Related Parties

The Company purchases all of its electric power from its Parent under an Interchange Service Agreement which provides for the Parent to supply the Company with its total electric requirements at rates approved by FERC. The Interchange Service Agreement expires December 31, 2010. Purchases under the Service Agreement were \$21,200,815 and \$18,902,233 in 2004 and 2003, respectively.

The Parent performs certain maintenance and administrative services for the Company. The cost of these services were approximately \$1,085,000 and \$837,000 in 2004 and 2003, respectively.

The Company provides contract labor and electric transmission rental services to the Parent. Billings for these services were approximately \$823,000 and \$828,000 in 2004 and 2003, respectively.

The receivable from affiliate of \$552,100 at December 31, 2002, represented project development expenditures paid by the Company on behalf of an affiliate for a generation project that had been indefinitely postponed. The receivable from affiliate of \$552,100 was paid on June 30, 2003.

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report
Superior Water, Light and Power Company			2004/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

10. Commitments and Contingencies

In May 2001, the Company received notice from the Wisconsin Department of Natural Resources ("WDNR") that the City of Superior had found soil contamination on property adjoining a former Manufactured Gas Plant ("MGP") site owned and operated by the Company from 1889 to 1904. The WDNR requested the Company to initiate an environmental investigation. The WDNR also issued the Company a Responsible Party letter in February 2002. The environmental investigation is underway. In February 2003, the Company submitted a Phase II environmental site investigation report to the WDNR. This report identified some MGP-like chemicals that were found in the soil near the former plant site. During March and April 2003, sediment samples were taken from nearby Superior Bay. The report on the results of this sampling was completed and sent to the WDNR during the first quarter of 2004. The next phase of the investigation is to determine any impact to soil or ground water between the former MGP site and Superior Bay. The site work for this phase of the investigation was performed during October 2004 and the final report is expected to be sent to the WDNR during early 2005. It is anticipated that additional site investigation will be needed during 2005. Although it is not possible to quantify the potential clean-up cost until the investigation is completed, a \$500,000 liability was recorded in December 2003 to address the known areas of contamination. The Company has recorded a corresponding dollar amount of \$708,000 as a regulatory asset to offset this liability. The PSC has approved the Company's deferral of these MGP environmental investigation and potential clean-up costs for future recovery in rates, subject to a regulatory prudence review. The Parent maintains pollution liability insurance coverage that includes coverage for the Company. A claim has been filed with respect to this matter. The insurance carrier has issued a reservation of rights letter and we continue to work with the insurer to determine the availability of insurance coverage.

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (f) common function.					
Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)		
1	Utility Plant				
2	In Service				
3	Plant in Service (Classified)	78,737,335	29,209,361		
4	Property Under Capital Leases				
5	Plant Purchased or Sold				
6	Completed Construction not Classified	628,951	412,458		
7	Experimental Plant Unclassified				
8	Total (3 thru 7)	79,366,286	29,621,819		
9	Leased to Others				
10	Held for Future Use	7,083	283		
11	Construction Work in Progress	1,378,532	811,491		
12	Acquisition Adjustments	80,814	40,803		
13	Total Utility Plant (8 thru 12)	80,832,715	30,474,396		
14	Accum Prov for Depr, Amort, & Depl	33,492,622	14,289,076		
15	Net Utility Plant (13 less 14)	47,340,093	16,185,320		
16	Detail of Accum Prov for Depr, Amort & Depl				
17	In Service:				
18	Depreciation	33,492,622	14,289,076		
19	Amort & Depl of Producing Nat Gas Land/Land Right				
20	Amort of Underground Storage Land/Land Rights				
21	Amort of Other Utility Plant				
22	Total In Service (18 thru 21)	33,492,622	14,289,076		
23	Leased to Others				
24	Depreciation				
25	Amortization and Depletion				
26	Total Leased to Others (24 & 25)				
27	Held for Future Use				
28	Depreciation				
29	Amortization				
30	Total Held for Future Use (28 & 29)				
31	Abandonment of Leases (Natural Gas)				
32	Amort of Plant Acquisition Adj				
33	Total Accum Prov (equals 14) (22,26,30,31,32)	33,492,622	14,289,076		

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS FOR DEPRECIATION, AMORTIZATION AND DEPLETION					
Gas (d)	Other (Specify) Water (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
18,711,926	25,065,603			5,750,445	3
					4
					5
103,670	95,170			17,653	6
					7
18,815,596	25,160,773			5,768,098	8
					9
1,482	5,318				10
227,726	244,450			94,865	11
8,704	31,307				12
19,053,508	25,441,848			5,862,963	13
8,930,213	6,356,609			3,916,724	14
10,123,295	19,085,239			1,946,239	15
					16
					17
8,930,213	6,356,609			3,916,724	18
					19
					20
					21
8,930,213	6,356,609			3,916,724	22
					23
					24
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					30
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					32
8,930,213	6,356,609			3,916,724	33

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106)					
<p>1. Report below the original cost of electric plant in service according to the prescribed accounts.</p> <p>2. In addition to Account 101, Electric Plant in Service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified-Electric.</p> <p>3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.</p> <p>4. For revisions to the amount of initial asset retirement costs capitalized, included by primary plant account, increases in column (c) additions and reductions in column (e) adjustments.</p> <p>5. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.</p> <p>6. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d)</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)		
1	1. INTANGIBLE PLANT				
2	(301) Organization				
3	(302) Franchises and Consents	625			
4	(303) Miscellaneous Intangible Plant				
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	625			
6	2. PRODUCTION PLANT				
7	A. Steam Production Plant				
8	(310) Land and Land Rights				
9	(311) Structures and Improvements				
10	(312) Boiler Plant Equipment				
11	(313) Engines and Engine-Driven Generators				
12	(314) Turbogenerator Units				
13	(315) Accessory Electric Equipment				
14	(316) Misc. Power Plant Equipment				
15	(317) Asset Retirement Costs for Steam Production				
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)				
17	B. Nuclear Production Plant				
18	(320) Land and Land Rights				
19	(321) Structures and Improvements				
20	(322) Reactor Plant Equipment				
21	(323) Turbogenerator Units				
22	(324) Accessory Electric Equipment				
23	(325) Misc. Power Plant Equipment				
24	(326) Asset Retirement Costs for Nuclear Production				
25	TOTAL Nuclear Production Plant (Enter Total of lines 18 thru 24)				
26	C. Hydraulic Production Plant				
27	(330) Land and Land Rights				
28	(331) Structures and Improvements				
29	(332) Reservoirs, Dams, and Waterways				
30	(333) Water Wheels, Turbines, and Generators				
31	(334) Accessory Electric Equipment				
32	(335) Misc. Power Plant Equipment				
33	(336) Roads, Railroads, and Bridges				
34	(337) Asset Retirement Costs for Hydraulic Production				
35	TOTAL Hydraulic Production Plant (Enter Total of lines 27 thru 34)				
36	D. Other Production Plant				
37	(340) Land and Land Rights				
38	(341) Structures and Improvements				
39	(342) Fuel Holders, Products, and Accessories				
40	(343) Prime Movers				
41	(344) Generators				
42	(345) Accessory Electric Equipment				
43	(346) Misc. Power Plant Equipment				

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

distributions of these tentative classifications in columns (c) and (d), including the reversals of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.

7. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.

8. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirement of these pages.

9. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchase, and date of transaction. If proposed journal entries have been filed with the Commission as required by the Uniform System of Accounts, give also date

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)	Line No.
				1
				2
			625	3
				4
			625	5
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Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)					
Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)		
44	(347) Asset Retirement Costs for Other Production				
45	TOTAL Other Prod. Plant (Enter Total of lines 37 thru 44)				
46	TOTAL Prod. Plant (Enter Total of lines 16, 25, 35, and 45)				
47	3. TRANSMISSION PLANT				
48	(350) Land and Land Rights	392,235			
49	(352) Structures and Improvements	6,773			
50	(353) Station Equipment	4,884,345	28,613		
51	(354) Towers and Fixtures	91,858			
52	(355) Poles and Fixtures	1,649,509			
53	(356) Overhead Conductors and Devices	2,041,103			
54	(357) Underground Conduit				
55	(358) Underground Conductors and Devices				
56	(359) Roads and Trails				
57	(359.1) Asset Retirement Costs for Transmission Plant				
58	TOTAL Transmission Plant (Enter Total of lines 48 thru 57)	9,065,823	28,613		
59	4. DISTRIBUTION PLANT				
60	(360) Land and Land Rights	64,548			
61	(361) Structures and Improvements	34,611			
62	(362) Station Equipment	3,046,115	18,750		
63	(363) Storage Battery Equipment				
64	(364) Poles, Towers, and Fixtures	3,772,432	217,022		
65	(365) Overhead Conductors and Devices	3,768,630	182,831		
66	(366) Underground Conduit	63,182			
67	(367) Underground Conductors and Devices	2,372,155	72,386		
68	(368) Line Transformers	2,519,144	72,166		
69	(369) Services	968,311	63,530		
70	(370) Meters	2,293,529	99,214		
71	(371) Installations on Customer Premises	70,030	2,082		
72	(372) Leased Property on Customer Premises				
73	(373) Street Lighting and Signal Systems	340,024	4,986		
74	(374) Asset Retirement Costs for Distribution Plant				
75	TOTAL Distribution Plant (Enter Total of lines 60 thru 74)	19,312,711	732,967		
76	5. GENERAL PLANT				
77	(389) Land and Land Rights				
78	(390) Structures and Improvements				
79	(391) Office Furniture and Equipment	23,893			
80	(392) Transportation Equipment				
81	(393) Stores Equipment				
82	(394) Tools, Shop and Garage Equipment	250,124	9,771		
83	(395) Laboratory Equipment	267,614	28,176		
84	(396) Power Operated Equipment				
85	(397) Communication Equipment	68,590			
86	(398) Miscellaneous Equipment				
87	SUBTOTAL (Enter Total of lines 77 thru 86)	610,221	37,947		
88	(399) Other Tangible Property				
89	(399.1) Asset Retirement Costs for General Plant				
90	TOTAL General Plant (Enter Total of lines 87, 88 and 89)	610,221	37,947		
91	TOTAL (Accounts 101 and 106)	28,989,380	799,527		
92	(102) Electric Plant Purchased (See Instr. 8)				
93	(Less) (102) Electric Plant Sold (See Instr. 8)				
94	(103) Experimental Plant Unclassified				
95	TOTAL Electric Plant in Service (Enter Total of lines 91 thru 94)	28,989,380	799,527		

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ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)					
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					44
					45
					46
					47
			392,235		48
		-6,773			49
		6,773	4,919,731		50
			91,858		51
		-6,014	1,643,495		52
		6,014	2,047,117		53
					54
					55
					56
					57
			9,094,436		58
					59
2,022			62,526		60
5,692			28,919		61
13,684			3,051,181		62
					63
704			3,988,750		64
8,042			3,943,419		65
			63,182		66
13,533			2,431,008		67
33,683			2,557,627		68
475			1,031,366		69
77,179			2,315,564		70
95			72,017		71
					72
2,196			342,814		73
					74
157,305			19,888,373		75
					76
					77
					78
9,782			14,111		79
					80
					81
		-159	259,736		82
		158	295,948		83
					84
			68,590		85
					86
9,782		-1	638,385		87
					88
					89
9,782		-1	638,385		90
167,087		-1	29,621,819		91
					92
					93
					94
167,087		-1	29,621,819		95

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
ELECTRIC PLANT HELD FOR FUTURE USE (Account 105)					
1. Report separately each property held for future use at end of the year having an original cost of \$250,000 or more. Group other items of property held for future use.					
2. For property having an original cost of \$250,000 or more previously used in utility operations, now held for future use, give in column (a), in addition to other required information, the date that utility use of such property was discontinued, and the date the original cost was transferred to Account 105.					
Line No.	Description and Location Of Property (a)	Date Originally Included in This Account (b)	Date Expected to be used in Utility Service (c)	Balance at End of Year (d)	
1	Land and Rights:				
2	Land and Land Rights:				
3	Lots 7 and 8, Block 1, Bartons Addition	04/31/91	N/A	283	
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
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21	Other Property:				
22					
23					
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46					
47	Total			283	

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)					
1. Report below descriptions and balances at end of year of projects in process of construction (107) 2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts) 3. Minor projects (5% of the Balance End of the Year for Account 107 or \$100,000, whichever is less) may be grouped.					
Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)			
1	Electric Service Revenues, System Blanket, and Various Projects	37,710			
2					
3	Electric Meter Blanket	106,097			
4					
5	761 Line Rebuild - 50 Degree	443,271			
6					
7	Electric Caps Replacement	83,235			
8					
9	Electric Transformers	141,178			
10					
11					
12					
13					
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15					
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42					
43	TOTAL	811,491			

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)

1. Explain in a footnote any important adjustments during year.
2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.
3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.
4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.

Section A. Balances and Changes During Year

Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	13,638,623	13,638,623		
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	1,057,023	1,057,023		
4	(403.1) Depreciation Expense for Asset Retirement Costs				
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing				
7	Other Clearing Accounts				
8	Other Accounts (Specify, details in footnote):				
9	Amortize Pre-1990 CIAC	-68,364	-68,364		
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	988,659	988,659		
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	167,086	167,086		
13	Cost of Removal	206,670	206,670		
14	Salvage (Credit)	35,550	35,550		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	338,206	338,206		
16	Other Debit or Cr. Items (Describe, details in footnote):				
17					
18	Book Cost or Asset Retirement Costs Retired				
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	14,289,076	14,289,076		

Section B. Balances at End of Year According to Functional Classification

20	Steam Production				
21	Nuclear Production				
22	Hydraulic Production-Conventional				
23	Hydraulic Production-Pumped Storage				
24	Other Production				
25	Transmission	5,128,462	5,128,462		
26	Distribution	8,763,818	8,763,818		
27	General	396,796	396,796		
28	TOTAL (Enter Total of lines 20 thru 27)	14,289,076	14,289,076		

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2004/Q4</u>
MATERIALS AND SUPPLIES					
<p>1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.</p> <p>2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)	
1	Fuel Stock (Account 151)				
2	Fuel Stock Expenses Undistributed (Account 152)				
3	Residuals and Extracted Products (Account 153)				
4	Plant Materials and Operating Supplies (Account 154)				
5	Assigned to - Construction (Estimated)	175,540	188,758	E-G-W	
6	Assigned to - Operations and Maintenance				
7	Production Plant (Estimated)	31,434	33,801	W	
8	Transmission Plant (Estimated)	10,413	11,197	E	
9	Distribution Plant (Estimated)	175,540	188,758	E-G-W	
10	Assigned to - Other (provide details in footnote)				
11	TOTAL Account 154 (Enter Total of lines 5 thru 10)	392,927	422,514		
12	Merchandise (Account 155)				
13	Other Materials and Supplies (Account 156)				
14	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)				
15	Stores Expense Undistributed (Account 163)	-607	-2,605	E-G-W	
16					
17					
18					
19					
20	TOTAL Materials and Supplies (Per Balance Sheet)	392,320	419,909		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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OTHER REGULATORY ASSETS (Account 182.3)

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than \$50,000 which ever is less), may be grouped by classes.
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS		Balance at end of Current Quarter/Year (f)
				Written off During the Quarter/Year Account Charged (d)	Written off During the Period Amount (e)	
1	Regulatory Assets Required by FASB 109	118,043		2540	67,983	50,060
2						
3	Asset Retirement Obligation (ARO)	124,190	7,615			131,805
4						
5	Regulatory Assets - MGP		708,137			708,137
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44	TOTAL	242,233	715,752		67,983	890,002

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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MISCELLANEOUS DEFERRED DEBITS (Account 186)

- Report below the particulars (details) called for concerning miscellaneous deferred debits.
- For any deferred debit being amortized, show period of amortization in column (a)
- Minor item (1% of the Balance at End of Year for Account 186 or amounts less than \$50,000, whichever is less) may be grouped by classes.

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS		Balance at End of Year (f)
				Account Charged (d)	Amount (e)	
1	Life Insurance for EIP Plan	279,264	94,124	4260	29,390	343,998
2	Company Pension Plans	1,795,620	805,913	various	421,236	2,180,297
3	MGP-potential site cleanup	652,871	12,136	1823	665,007	
4	Other	11,643		various	25,960	-14,317
5						
6						
7						
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45						
46						
47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	2,739,398				2,509,978

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Beginning of Year (b)	Balance at End of Year (c)
1	Electric		
2		2,229,641	2,215,432
3			
4			
5			
6			
7	Other		
8	TOTAL Electric (Enter Total of lines 2 thru 7)	2,229,641	2,215,432
9	Gas		
10		459,943	463,615
11			
12			
13			
14			
15	Other		
16	TOTAL Gas (Enter Total of lines 10 thru 15)	459,943	463,615
17	Water and Common	1,010,778	849,285
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	3,700,362	3,528,332

Notes

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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CAPITAL STOCKS (Account 201 and 204)

1. Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to report form (i.e., year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.
2. Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Series (a)	Number of shares Authorized by Charter (b)	Par or Stated Value per share (c)	Call Price at End of Year (d)
1	Common Stock	52,000	100.00	
2				
3				
4				
5				
6				
7				
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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.
4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.
5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
- Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
		AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
Shares (e)	Amount (f)	Shares (g)	Cost (h)	Shares (i)	Amount (j)	
52,000	5,200,000					1
						2
						3
						4
						5
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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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OTHER PAID-IN CAPITAL (Accounts 208-211, inc.)

Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, Page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.

- (a) Donations Received from Stockholders (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.
 (b) Reduction in Par or Stated value of Capital Stock (Account 209): State amount and give brief explanation of the capital change which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.
 (c) Gain on Resale or Cancellation of Reacquired Capital Stock (Account 210): Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.
 (d) Miscellaneous Paid-in Capital (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.

Line No.	Item (a)	Amount (b)
1	Account 211 - Miscellaneous Paid-In-Capital	781,536
2	Parent Company stock given to Company. Stock (\$600,000) used	
3	to purchase Underhill Service Center on 11/15/91.	
4	Stock given as Incentive Compensation to management in	
5	1998 : (\$28,248)	
6	1999 : (\$25,965)	
7	2000 : (\$43,691)	
8	2001 : (\$14,139)	
9	2002 : (\$28,453)	
10	2003 : (\$16,691)	
11	2004 : (\$17,155)	
12		
13	Stock options exercised	
14	2003 : (\$31,765)	
15	2004 : (\$73,022)	
16	All Stock was Parent Company Stock	
17	Results Sharing for employees by ALLETE, Inc. for 2003 Florida	
18	Water sale portion	
19	2004 : \$97,593	
20		
21		
22		
23		
24		
25		
26		
27		
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40	TOTAL	781,536

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LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1			
2	Account 221		
3	First Mortgage Bonds 7.91%	5,000,000	99,040
4	First Mortgage Bonds 7.27%	6,000,000	61,449
5	Subtotal	11,000,000	160,489
6			
7	Account 224		
8	Industrial Revenue Development Note	850,000	41,646
9	Project Series Due 2012		
10	Industrial Revenue Development Note	6,500,000	412,858
11	Project Series Due 2021		130,000 D
12	Subtotal	7,350,000	584,504
13			
14			
15			
16			
17			
18			
19			
20			
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22			
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32			
33	TOTAL	18,350,000	744,993

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
						1
						2
12/30/92	01/02/13			2,250,000	177,975	3
12/15/96	12/15/08			6,000,000	436,200	4
				8,250,000	614,175	5
						6
						7
10/01/82	10/01/12			850,000	18,808	8
						9
12/01/96	11/01/21			6,500,000	398,125	10
						11
				7,350,000	416,933	12
						13
						14
						15
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				15,600,000	1,031,108	33

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.
2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group member, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.
3. A substitute page, designed to meet a particular need of a company, may be used as long as the data is consistent and meets the requirements of the above instructions. For electronic reporting purposes complete Line 27 and provide the substitute Page in the context of a footnote.

Line No.	Particulars (Details) (a)	Amount (b)
1	Net Income for the Year (Page 117)	2,125,021
2		
3		
4	Taxable Income Not Reported on Books	
5	CIAC	18,228
6		
7		
8		
9	Deductions Recorded on Books Not Deducted for Return	
10	Federal Income Tax - Current	448,383
11	Fed Income Ta Deferred / Invest Tax Credit - Net	-24,965
12	State Income Taxes - Net	161,667
13	Disallowed Meas / Penalties / Lobbying Expenses / Service Club Dues	5,112
14	Income Recorded on Books Not Included in Return	
15		
16		
17		
18		
19	Deductions on Return Not Charged Against Book Income	
20	Provision to reserve for bad debt - net	53,452
21	Cost to retire utility plant included as charge but deductible for tax	191,637
22	Excess tax depreciation over book depreciation	1,190,575
23	Various employee / pension programs	392,590
24	Escrow / conservation programs and other deductions	-269,489
25	Deduction for state income taxes	190,672
26		
27	Federal Tax Net Income	984,009
28	Show Computation of Tax:	
29		
30	Tax at 35%	344,403
31	Prior year adjustment - current	34,879
32	Adjust computed amount to accrued amount	69,101
33		
34		
35		
36	Accrued Federal Tax - Current	448,383
37		
38		
39		
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41		
42		
43		
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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	FEDERAL:					
2	Income Tax					
3	Prior Years			6,438	-31,112	
4	Current Years	-310,910		368,923	198,483	
5						
6						
7						
8						
9	FICA			416,024	416,040	
10	Federal Unemployment	19		5,093	5,112	
11						
12	STATE (WI):					
13	Income Tax					
14	Prior Years			55,959	62,956	
15	Current Years	-27,015		151,130	240,000	
16						
17						
18						
19						
20						
21						
22						
23	State Unemployment	15		590	605	
24	MVR (Motor Vehicle)			10,140	10,140	
25	Special Fuel Tax					
26	Wi License Fee (GRT)		909,000	1,175,363	1,559,262	
27	PSC of W Assessment		33,748	49,648	64,047	
28	Business Registration Fee					
29						
30						
31	STATE (MN):					
32	Income Tax	4,735		2,637	3,686	
33	STATE (KS)					
34	Kansas Personal Property			30,000		
35	LOCAL:					
36	Duluth Property	179,105		211,335	192,166	
37	Superior Property			605	605	
38						
39						
40						
41	TOTAL	-154,051	942,748	2,483,885	2,721,990	

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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more then one year, show the required information separately for each tax year, identifying the year in column (a).
6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.
7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.
9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
						2
37,550		3,155			3,283	3
-140,470		353,176			15,747	4
						5
						6
						7
						8
-16		124,648			291,376	9
		1,526			3,567	10
						11
						12
						13
-6,997		27,420			28,539	14
-115,885		98,559			52,571	15
						16
						17
						18
						19
						20
						21
						22
		177			413	23
					10,140	24
						25
	1,292,899	808,226			367,137	26
	48,147	26,770			22,878	27
						28
						29
						30
					2,637	31
3,686						32
						33
30,000					30,000	34
						35
198,274					211,335	36
					605	37
						38
						39
						40
6,142	1,341,046	1,443,657			1,040,228	41

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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)

Report below information applicable to Account 255. Where appropriate, segregate the balances and transactions by utility and nonutility operations. Explain by footnote any correction adjustments to the account balance shown in column (g). Include in column (i) the average period over which the tax credits are amortized.

Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year		Allocations to Current Year's Income		Adjustments (g)
			Account No. (c)	Amount (d)	Account No. (e)	Amount (f)	
1	Electric Utility						
2	3%						
3	4%						
4	7%						
5	10%	419,189			411.4	31,139	
6							
7							
8	TOTAL	419,189				31,139	
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10	Gas Utility						
11							
12	10%	33,898			411.4	3,759	
13							
14							
15							
16	Water Utility						
17							
18	10%	172,263			411.4	6,427	
19							
20							
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46							
47							
48		625,350				41,325	

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ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)					
Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION			Line No.
					1
					2
					3
					4
388,050					5
					6
					7
388,050					8
					9
					10
					11
30,139					12
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165,836					18
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584,025					48

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OTHER DEFERRED CREDITS (Account 253)

- Report below the particulars (details) called for concerning other deferred credits.
- For any deferred credit being amortized, show the period of amortization.
- Minor items (5% of the Balance End of Year for Account 253 or amounts less than \$10,000, whichever is greater) may be grouped by classes.

Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS		Credits (e)	Balance at End of Year (f)
			Contra Account (c)	Amount (d)		
1	Stinson Phase Shifter	20,574	456	237,574	264,306	47,306
2	PCAC Revenue Adjustments	-95,300	456	756,500	912,300	60,500
3	Minnesota Power Refunds	-8,803				-8,803
4						
5	Employee Benefits	2,328,138	131	921,303	991,876	2,398,711
6	Conservation Escrow Accounts	-142,785	131	906,730	979,816	-69,699
7						
8	MGP Cleanup Accrual	500,000	186			500,000
9						
10						
11						
12						
13						
14						
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47	TOTAL	2,601,824		2,822,107	3,148,298	2,928,015

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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282)					
1. Report the information called for below concerning the respondent's accounting for deferred income taxes rating to property not subject to accelerated amortization					
2. For other (Specify), include deferrals relating to other income and deductions.					
Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR		
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)	
1	Account 282				
2	Electric	3,915,583	-34,324		
3	Gas	979,333	242,755		
4	Water	1,593,391	160,685		
5	TOTAL (Enter Total of lines 2 thru 4)	6,488,307	369,116		
6	Common				
7					
8					
9	TOTAL Account 282 (Enter Total of lines 5 thru 8)	6,488,307	369,116		
10	Classification of TOTAL				
11	Federal Income Tax	5,374,916	353,887		
12	State Income Tax	1,113,391	15,229		
13	Local Income Tax				

NOTES

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
				410.1	64,115	3,945,374	2
				410.1	-8,524	1,213,564	3
				410.1	-23,577	1,730,499	4
					32,014	6,889,437	5
							6
							7
							8
					32,014	6,889,437	9
							10
					17,249	5,746,052	11
					14,765	1,143,385	12
							13

NOTES (Continued)

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ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.
2. For other (Specify), include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 283			
2	Electric			
3		323,288	49,400	
4				
5				
6				
7				
8				
9	TOTAL Electric (Total of lines 3 thru 8)	323,288	49,400	
10	Gas			
11		273,551	49,400	
12				
13				
14				
15				
16				
17	TOTAL Gas (Total of lines 11 thru 16)	273,551	49,400	
18	Water	205,036	55,580	
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	801,875	154,380	
20	Classification of TOTAL			
21	Federal Income Tax	644,070	124,000	
22	State Income Tax	157,805	30,380	
23	Local Income Tax			

NOTES

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)

3. Provide in the space below explanations for Page 276 and 277. Include amounts relating to insignificant items listed under Other.
4. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
							2
					12,981	385,669	3
							4
							5
							6
							7
							8
					12,981	385,669	9
							10
					21,756	344,707	11
							12
							13
							14
							15
							16
					21,756	344,707	17
					13,522	274,138	18
					48,259	1,004,514	19
							20
					38,766	806,836	21
					9,493	197,678	22
							23

NOTES (Continued)

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OTHER REGULATORY LIABILITIES (Account 254)

- Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
- Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$50,000 which ever is less), may be grouped by classes.
- For Regulatory Liabilities being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Liabilities (a)	Balance at Beginning of Current Quarter/Year (b)	DEBITS		Credits (e)	Balance at End of Current Quarter/Year (f)
			Account Credited (c)	Amount (d)		
1	Book FASB 109	2,401,371	various	875,482		1,525,889
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
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36						
37						
38						
39						
40						
41	TOTAL	2,401,371		875,482		1,525,889

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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ELECTRIC OPERATING REVENUES (Account 400)

1. The following instructions generally apply to the annual version of these pages. Do not report quarterly data in columns (c), (e), (f), and (g). Unbilled revenues and MWH related to unbilled revenues need not be reported separately as required in the annual version of these pages.
2. Report below operating revenues for each prescribed account, and manufactured gas revenues in total.
3. Report number of customers, columns (f) and (g), on the basis of meters, in addition to the number of flat rate accounts; except that where separate meter readings are added for billing purposes, one customer should be counted for each group of meters added. The -average number of customers means the average of twelve figures at the close of each month.
4. If increases or decreases from previous period (columns (c),(e), and (g)), are not derived from previously reported figures, explain any inconsistencies in a footnote.

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	5,850,778	5,655,181
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	5,301,987	5,319,501
5	Large (or Ind.) (See Instr. 4)	16,229,648	14,069,051
6	(444) Public Street and Highway Lighting	176,648	166,915
7	(445) Other Sales to Public Authorities		
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales	91,734	85,367
10	TOTAL Sales to Ultimate Consumers	27,650,795	25,296,015
11	(447) Sales for Resale		
12	TOTAL Sales of Electricity	27,650,795	25,296,015
13	(Less) (449.1) Provision for Rate Refunds		
14	TOTAL Revenues Net of Prov. for Refunds	27,650,795	25,296,015
15	Other Operating Revenues		
16	(450) Forfeited Discounts	56,013	51,764
17	(451) Miscellaneous Service Revenues	17,712	20,355
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	615,446	614,831
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	146,855	440,694
22			
23			
24			
25			
26	TOTAL Other Operating Revenues	836,026	1,127,644
27	TOTAL Electric Operating Revenues	28,486,821	26,423,659

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ELECTRIC OPERATING REVENUES (Account 400)					
<p>5. Commercial and industrial Sales, Account 442, may be classified according to the basis of classification (Small or Commercial, and Large or Industrial) regularly used by the respondent if such basis of classification is not generally greater than 1000 Kw of demand. (See Account 442 of the Uniform System of Accounts. Explain basis of classification in a footnote.)</p> <p>6. See pages 108-109, Important Changes During Period, for important new territory added and important rate increase or decreases.</p> <p>7. For Lines 2,4,5,and 6, see Page 304 for amounts relating to unbilled revenue by accounts.</p> <p>8. Include unmetered sales. Provide details of such Sales in a footnote.</p>					
MEGAWATT HOURS SOLD				AVG.NO. CUSTOMERS PER MONTH	
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	Line No.	
				1	
85,520	86,689	12,426	12,447	2	
				3	
97,552	103,874	1,875	1,893	4	
395,919	370,547	62	64	5	
2,313	1,912	12	11	6	
				7	
				8	
1,949	1,957	18	18	9	
583,253	564,979	14,393	14,433	10	
				11	
583,253	564,979	14,393	14,433	12	
				13	
583,253	564,979	14,393	14,433	14	

Line 12, column (b) includes \$ 620,394 of unbilled revenues.

Line 12, column (d) includes 11,762 MWH relating to unbilled revenues

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SALES OF ELECTRICITY BY RATE SCHEDULES

- Report below for each rate schedule in effect during the year the MWh of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
- Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
- Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
- The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
- For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
- Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Residential Sales: ER1	73,833	5,111,893	11,144	6,625	0.0692
2	EH1	10,145	664,701	890	11,399	0.0655
3	EN1	93	16,191	202	460	0.1741
4	EW1	250	11,660	93	2,688	0.0466
5	ED1	1,199	46,333	97	12,361	0.0386
6	Total	85,520	5,850,778	12,426	6,882	0.0684
7						
8	Commercial and Industrial Sales:					
9	EC1	8,015	578,427	981	8,170	0.0722
10	EC3	95,725	5,076,268	718	133,322	0.0530
11	EC5	30,638	1,369,740	5	6,127,600	0.0447
12	EP1	11,923	576,827	12	993,583	0.0484
13	EP3	172,141	7,339,526	12	14,345,083	0.0426
14	EP5	172,220	6,448,491	1	172,220,000	0.0374
15	EN1	157	26,966	204	770	0.1718
16	EZ1	33	2,729	3	11,000	0.0827
17	ISR	2,619	112,662	1	2,619,000	0.0430
18	Total	493,471	21,531,636	1,937	254,760	0.0436
19						
20	Public Street and Lighting: EL1	2,313	176,648			0.0764
21	Total	2,313	176,648			0.0764
22						
23	Interdepartmental					
24	EC1	44	3,501	10	4,400	0.0796
25	EC3	1,903	87,832	5	380,600	0.0462
26	EN1	2	400	3	667	0.2000
27	Total	1,949	91,733	18	108,278	0.0471
28	/6 Unbilled Revenues					
29	ER1 266,741					
30	EH1 31,795					
31	EC1 31,204					
32	EC3 222,147					
33	EP1 20,774					
34	EP3 35,465					
35	EW1 773					
36	EN1 2,421					
37	EL1 6,419					
38	EZ1 385					
39	ED1 2,270					
40	620,394					
41	TOTAL Billed	571,491	27,030,401	14,393	39,706	0.0473
42	Total Unbilled Rev.(See Instr. 6)	11,762	620,394	0	0	0.0527
43	TOTAL	583,253	27,650,795	14,393	40,523	0.0474

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
1	1. POWER PRODUCTION EXPENSES				
2	A. Steam Power Generation				
3	Operation				
4	(500) Operation Supervision and Engineering				
5	(501) Fuel				
6	(502) Steam Expenses				
7	(503) Steam from Other Sources				
8	(Less) (504) Steam Transferred-Cr.				
9	(505) Electric Expenses				
10	(506) Miscellaneous Steam Power Expenses				
11	(507) Rents				
12	(509) Allowances				
13	TOTAL Operation (Enter Total of Lines 4 thru 12)				
14	Maintenance				
15	(510) Maintenance Supervision and Engineering				
16	(511) Maintenance of Structures				
17	(512) Maintenance of Boiler Plant				
18	(513) Maintenance of Electric Plant				
19	(514) Maintenance of Miscellaneous Steam Plant				
20	TOTAL Maintenance (Enter Total of Lines 15 thru 19)				
21	TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 & 20)				
22	B. Nuclear Power Generation				
23	Operation				
24	(517) Operation Supervision and Engineering				
25	(518) Fuel				
26	(519) Coolants and Water				
27	(520) Steam Expenses				
28	(521) Steam from Other Sources				
29	(Less) (522) Steam Transferred-Cr.				
30	(523) Electric Expenses				
31	(524) Miscellaneous Nuclear Power Expenses				
32	(525) Rents				
33	TOTAL Operation (Enter Total of lines 24 thru 32)				
34	Maintenance				
35	(528) Maintenance Supervision and Engineering				
36	(529) Maintenance of Structures				
37	(530) Maintenance of Reactor Plant Equipment				
38	(531) Maintenance of Electric Plant				
39	(532) Maintenance of Miscellaneous Nuclear Plant				
40	TOTAL Maintenance (Enter Total of lines 35 thru 39)				
41	TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 & 40)				
42	C. Hydraulic Power Generation				
43	Operation				
44	(535) Operation Supervision and Engineering				
45	(536) Water for Power				
46	(537) Hydraulic Expenses				
47	(538) Electric Expenses				
48	(539) Miscellaneous Hydraulic Power Generation Expenses				
49	(540) Rents				
50	TOTAL Operation (Enter Total of Lines 44 thru 49)				

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
51	C. Hydraulic Power Generation (Continued)				
52	Maintenance				
53	(541) Maintenance Supervision and Engineering				
54	(542) Maintenance of Structures				
55	(543) Maintenance of Reservoirs, Dams, and Waterways				
56	(544) Maintenance of Electric Plant				
57	(545) Maintenance of Miscellaneous Hydraulic Plant				
58	TOTAL Maintenance (Enter Total of lines 53 thru 57)				
59	TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 & 58)				
60	D. Other Power Generation				
61	Operation				
62	(546) Operation Supervision and Engineering				
63	(547) Fuel				
64	(548) Generation Expenses				
65	(549) Miscellaneous Other Power Generation Expenses				
66	(550) Rents				
67	TOTAL Operation (Enter Total of lines 62 thru 66)				
68	Maintenance				
69	(551) Maintenance Supervision and Engineering				
70	(552) Maintenance of Structures				
71	(553) Maintenance of Generating and Electric Plant				
72	(554) Maintenance of Miscellaneous Other Power Generation Plant				
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)				
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)				
75	E. Other Power Supply Expenses				
76	(555) Purchased Power	21,200,815	18,902,233		
77	(556) System Control and Load Dispatching	57,788	27,247		
78	(557) Other Expenses				
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	21,258,603	18,929,480		
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	21,258,603	18,929,480		
81	2. TRANSMISSION EXPENSES				
82	Operation				
83	(560) Operation Supervision and Engineering				
84	(561) Load Dispatching				
85	(562) Station Expenses				
86	(563) Overhead Lines Expenses				
87	(564) Underground Lines Expenses				
88	(565) Transmission of Electricity by Others				
89	(566) Miscellaneous Transmission Expenses	645	734		
90	(567) Rents	119			
91	TOTAL Operation (Enter Total of lines 83 thru 90)	764	734		
92	Maintenance				
93	(568) Maintenance Supervision and Engineering	-4,400	39,233		
94	(569) Maintenance of Structures				
95	(570) Maintenance of Station Equipment				
96	(571) Maintenance of Overhead Lines	33,990	79,362		
97	(572) Maintenance of Underground Lines				
98	(573) Maintenance of Miscellaneous Transmission Plant				
99	TOTAL Maintenance (Enter Total of lines 93 thru 98)	29,590	118,595		
100	TOTAL Transmission Expenses (Enter Total of lines 91 and 99)	30,354	119,329		
101	3. DISTRIBUTION EXPENSES				
102	Operation				
103	(580) Operation Supervision and Engineering	27,386	24,349		

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
104	3. DISTRIBUTION Expenses (Continued)				
105	(581) Load Dispatching				
106	(582) Station Expenses	238	22,089		
107	(583) Overhead Line Expenses	126,778	140,025		
108	(584) Underground Line Expenses				
109	(585) Street Lighting and Signal System Expenses				
110	(586) Meter Expenses	64,260	56,082		
111	(587) Customer Installations Expenses	4,832	39,997		
112	(588) Miscellaneous Expenses	155,356	112,387		
113	(589) Rents	10,644	9,608		
114	TOTAL Operation (Enter Total of lines 103 thru 113)	389,494	404,537		
115	Maintenance				
116	(590) Maintenance Supervision and Engineering		11,691		
117	(591) Maintenance of Structures				
118	(592) Maintenance of Station Equipment				
119	(593) Maintenance of Overhead Lines	229,565	127,454		
120	(594) Maintenance of Underground Lines	16,278	10,941		
121	(595) Maintenance of Line Transformers				
122	(596) Maintenance of Street Lighting and Signal Systems				
123	(597) Maintenance of Meters	128,937	102,495		
124	(598) Maintenance of Miscellaneous Distribution Plant		34,477		
125	TOTAL Maintenance (Enter Total of lines 116 thru 124)	374,780	287,058		
126	TOTAL Distribution Exp (Enter Total of lines 114 and 125)	764,274	691,595		
127	4. CUSTOMER ACCOUNTS EXPENSES				
128	Operation				
129	(901) Supervision	14,013	11,213		
130	(902) Meter Reading Expenses	88,426	104,896		
131	(903) Customer Records and Collection Expenses	163,569	161,244		
132	(904) Uncollectible Accounts	171,710	132,000		
133	(905) Miscellaneous Customer Accounts Expenses	10,295	9,747		
134	TOTAL Customer Accounts Expenses (Total of lines 129 thru 133)	448,013	419,100		
135	5. CUSTOMER SERVICE AND INFORMATIONAL EXPENSES				
136	Operation				
137	(907) Supervision				
138	(908) Customer Assistance Expenses	72,258	70,699		
139	(909) Informational and Instructional Expenses	5,962	15,645		
140	(910) Miscellaneous Customer Service and Informational Expenses	315,841	476,623		
141	TOTAL Cust. Service and Information. Exp. (Total lines 137 thru 140)	394,061	562,967		
142	6. SALES EXPENSES				
143	Operation				
144	(911) Supervision				
145	(912) Demonstrating and Selling Expenses				
146	(913) Advertising Expenses		10,339		
147	(916) Miscellaneous Sales Expenses				
148	TOTAL Sales Expenses (Enter Total of lines 144 thru 147)		10,339		
149	7. ADMINISTRATIVE AND GENERAL EXPENSES				
150	Operation				
151	(920) Administrative and General Salaries	523,849	592,858		
152	(921) Office Supplies and Expenses	150,782	95,843		
153	(Less) (922) Administrative Expenses Transferred-Credit	112,152	105,123		

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ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)					
If the amount for previous year is not derived from previously reported figures, explain in footnote.					
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)		
154	7. ADMINISTRATIVE AND GENERAL EXPENSES (Continued)				
155	(923) Outside Services Employed	539,597	458,878		
156	(924) Property Insurance	25,172	21,683		
157	(925) Injuries and Damages	226,544	195,144		
158	(926) Employee Pensions and Benefits	395,094	409,878		
159	(927) Franchise Requirements				
160	(928) Regulatory Commission Expenses	68,882	37,715		
161	(929) (Less) Duplicate Charges-Cr.				
162	(930.1) General Advertising Expenses	14,927	137		
163	(930.2) Miscellaneous General Expenses	28,307	14,016		
164	(931) Rents	2,154	1,247		
165	TOTAL Operation (Enter Total of lines 151 thru 164)	1,863,156	1,722,276		
166	Maintenance				
167	(935) Maintenance of General Plant				
168	TOTAL Admin & General Expenses (Total of lines 165 thru 167)	1,863,156	1,722,276		
169	TOTAL Elec Op and Maint Expn (Tot 80, 100, 126, 134, 141, 148, 168)	24,758,461	22,455,086		

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PURCHASED POWER (Account 555) (including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	ALLETE, Inc. 1/	LF	93 2/	82.1	82.2	76
2						
3						
4						
5	1/ Parent Company					
6	2/ Contract Expires in 2010					
7						
8						
9						
10						
11						
12						
13						
14						
	Total					

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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PURCHASED POWER (Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
597,834			10,141,801	11,059,014		21,200,815	1
							2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
597,834			10,141,801	11,059,014		21,200,815	

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Including transactions referred to as 'wheeling')			
1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter. 2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c). 3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c). 4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.			
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)
1	ALLETE, Inc. 1/	ALLETE, Inc. 1/	City of Cloquet
2			
3			
4			
5			
6			
7	1/ Parent Company		
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
	TOTAL		

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of 2004/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')							
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number. On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatthours received and delivered.</p>							
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.	
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)		
	State Line	Cloquet Pumping		5,608	5,608	1	
		Station				2	
						3	
						4	
						5	
						6	
						7	
						8	
						9	
						10	
						11	
						12	
						13	
						14	
						15	
						16	
						17	
			0	5,608	5,608		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions referred to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.

10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.

11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS				
Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
	16,778		16,778	1
				2
				3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
				14
				15
				16
				17
0	16,778	0	16,778	

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)					
Line No.	Description (a)	Amount (b)			
1	Industry Association Dues	8,214			
2	Nuclear Power Research Expenses				
3	Other Experimental and General Research Expenses				
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities				
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < \$5,000	15,980			
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	24,194			

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4			
DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405) (Except amortization of aquisition adjustments)						
<p>1. Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).</p> <p>2. Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.</p> <p>3. Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.</p> <p>Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.</p> <p>In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.</p> <p>For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.</p> <p>4. If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.</p>						
A. Summary of Depreciation and Amortization Charges						
Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant					
2	Steam Production Plant					
3	Nuclear Production Plant					
4	Hydraulic Production Plant-Conventional					
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant					
7	Transmission Plant	229,644				229,644
8	Distribution Plant	728,881				728,881
9	General Plant	30,134				30,134
10	Common Plant-Electric	75,474				75,474
11	TOTAL	1,064,133				1,064,133
B. Basis for Amortization Charges						

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DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)							
C. Factors Used in Estimating Depreciation Charges							
Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	352	3	40.00		2.50	R2	
13	353	4,902	40.00		2.50	R2	
14	354	92	60.00	-10.00	1.83	R2	
15	355	1,646	35.00	-10.00	3.14	R2	
16	356	2,044	40.00	-5.00	2.63	R2	
17	Subtotal	8,687					
18							
19	361	32	51.00		1.96	R2	
20	362	3,049	40.00	-5.00	2.63	R2	
21	364	3,881	34.00	-40.00	4.12	L1	
22	365	3,856	30.00	-4.00	4.67	R2	
23	366	63	55.00	-5.00	1.91	R2	
24	367	2,402	30.00	-25.00	4.17	R2	
25	368	2,538	32.00		3.13	R2	
26	369	1,000	27.00	-80.00	6.67	R2	
27	370	2,305	20.00		5.00	R2	
28	371	71	15.00		6.67	R2	
29	373	341	20.00	-20.00	6.00	R2	
30	Subtotal	19,538					
31							
32							
33							
34	391.1	11	20.00		5.00	R2	
35	391.2	7	4.00		25.00	R2	
36	394	255	25.00		4.00	R2	
37	395	282	20.00		5.00	R2	
38	397	69	20.00		5.00	R2	
39	Subtotal	624					
40							
41							
42							
43	Total	28,849					
44							
45							
46							
47	Depreciable Plant Base						
48	is average of						
49	beginning and ending						
50	balances.						

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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REGULATORY COMMISSION EXPENSES

1. Report particulars (details) of regulatory commission expenses incurred during the current year (or incurred in previous years, if being amortized) relating to format cases before a regulatory body, or cases in which such a body was a party.
2. Report in columns (b) and (c), only the current year's expenses that are not deferred and the current year's amortization of amounts deferred in previous years.

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Public Service Commission of				
2	Wisconsin Docket Expenses				
3					
4					
5	Docket 1-AC-175, Strategic Energy Assessment	1,780	24,557	26,337	
6					
7	Docket 5820-UR-109, E-G-W Rate Case	39,503	42,835	82,338	
8					
9					
10					
11					
12					
13	Docket 5820-SB-116/5820-AU-113 Short Term Debt	1,300		1,300	
14	& Affiliated Interest				
15					
16	Docket 5820-UR-108, Gas and Water Rate Case		2,803	2,803	
17					
18					
19	Docket 5820-GP-107, 2004-05 Gas Plan	525	2,376	2,901	
20					
21	Docket 5820-GP-106, 03-04 Gas Plan		79	79	
22					
23	Docket 5820-GR-100, GCRM	1,194		1,194	
24					
25	Docket 5820-SB-115/5820-AU-112 Short Term Debt	385		385	
26	& Affiliated Interest				
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	44,687	72,650	117,337	

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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REGULATORY COMMISSION EXPENSES (Continued)

3. Show in column (k) any expenses incurred in prior years which are being amortized. List in column (a) the period of amortization.
4. List in column (f), (g), and (h) expenses incurred during year which were charged currently to income, plant, or other accounts.
5. Minor items (less than \$25,000) may be grouped.

EXPENSES INCURRED DURING YEAR				AMORTIZED DURING YEAR			
CURRENTLY CHARGED TO			Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	Line No.
Department (f)	Account No. (g)	Amount (h)					
							1
							2
							3
							4
Electric	928	26,337					5
							6
Electric,		82,338					7
Gas, Water	928						8
							9
							10
							11
							12
Electric,	928	1,300					13
Gas, Water							14
							15
Electric,	928	2,803					16
Gas, Water							17
							18
Gas	928	2,901					19
							20
Gas	928	79					21
							22
Gas	928	1,194					23
							24
Electric,	928	385					25
Gas, Water							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40
							41
							42
							43
							44
							45
		117,337					46

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
DISTRIBUTION OF SALARIES AND WAGES (Continued)					
Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)	
48	Total Operation and Maintenance				
49	Production-Manufactured Gas (Enter Total of lines 28 and 40)	8,458			
50	Production-Natural Gas (Including Expl. and Dev.) (Total lines 29,				
51	Other Gas Supply (Enter Total of lines 30 and 42)	114,451			
52	Storage, LNG Terminaling and Processing (Total of lines 31 thru				
53	Transmission (Lines 32 and 44)				
54	Distribution (Lines 33 and 45)	891,563			
55	Customer Accounts (Line 34)	162,012			
56	Customer Service and Informational (Line 35)	70,901			
57	Sales (Line 36)				
58	Administrative and General (Lines 37 and 46)	428,808			
59	TOTAL Operation and Maint. (Total of lines 49 thru 58)	1,676,193	50,710		1,726,903
60	Other Utility Departments				
61	Operation and Maintenance	1,258,084	38,061		1,296,145
62	TOTAL All Utility Dept. (Total of lines 25, 59, and 61)	4,261,758	128,931		4,390,689
63	Utility Plant				
64	Construction (By Utility Departments)				
65	Electric Plant	145,425	4,400		149,825
66	Gas Plant	124,278	3,760		128,038
67	Other (provide details in footnote):	91,151	2,758		93,909
68	TOTAL Construction (Total of lines 65 thru 67)	360,854	10,918		371,772
69	Plant Removal (By Utility Departments)				
70	Electric Plant	16,127	488		16,615
71	Gas Plant	29,074	880		29,954
72	Other (provide details in footnote):	9,290	281		9,571
73	TOTAL Plant Removal (Total of lines 70 thru 72)	54,491	1,649		56,140
74	Other Accounts (Specify, provide details in footnote):				
75	Clearing Accounts	148,830	-148,830		
76	Non-Regulated	242,399	7,332		249,731
77	Long-Term Disability	51,384			51,384
78	Billed to Parent Company	118,182			118,182
79	Miscellaneous	20,650			20,650
80					
81					
82					
83					
84					
85					
86					
87					
88					
89					
90					
91					
92					
93					
94					
95	TOTAL Other Accounts	581,445	-141,498		439,947
96	TOTAL SALARIES AND WAGES	5,258,548			5,258,548

Name of Respondent Superior Water, Light and Power Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2004/Q4
FOOTNOTE DATA			

Schedule Page: 354	Line No.: 61	Column: b
Water Distribution Utility		
Schedule Page: 354	Line No.: 67	Column: b
Water Distribution Utility		
Schedule Page: 354	Line No.: 72	Column: b
Water Distribution Utility		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

Account	Plant	Accum Dep	O&M Exp	Deprec Exp
303 Miscellaneous Intangible Plant	1,081,846	1,081,846		0
389 Land	14,765			
390 Structures and Improvements	2,306,716	783,108	195,507	57,882
391 Office Furniture and Equipment	488,300	409,761		44,387
392 Transportation Equipment	497,347	467,988	401,359	29,700
393 Stores Equipment	45,290	26,173		2,264
394 Tools and Garage Equipment	291,241	287,103	90,395	17,125
396 Power Operated Equipment	211,490	145,877		4,400
397 Communication Equipment	765,994	698,859	154,821	63,771
398 Miscellaneous Equipment	65,109	37,945		3,256
Total	5,768,098	3,938,660	842,082	222,785

Allocation to Departments

Electric	2,307,240	1,575,464		75,474
Gas	1,499,705	1,024,052		49,058
Water	1,961,153	1,339,144		64,153
Clearing Accounts			842,082	34,100
Total	5,768,098	3,938,660	842,082	222,785

Basis of Allocation

Plant is allocated on ratio of net Electric, Gas, and Water plant.
Accumulated Depreciation is allocated on net Electric, Gas, and Water plant.
O&M Expenses are allocated on actual expenses as recorded in current year.
Depreciation Expense:

Account 392 is charged to clearing accounts and then cleared to O&M expense accounts, clearing accounts, construction work and cost to retire on the basis of time each month.

Account 396 is allocated on engineering estimate of 67% and 33% Water.

All other accounts are allocated on same basis of as Common Plant.

Federal Power Commission letter dated 1/19/71.

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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MONTHLY TRANSMISSION SYSTEM PEAK LOAD

- (1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.
- (2) Report on Column (b) by month the transmission system's peak load.
- (3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).
- (4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.

NAME OF SYSTEM:

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (f)	Short-Term Firm Point-to-point Reservation (f)	Other Service (f)
1	January	98	30	800	73	25				
2	February	97	4	800	74	23				
3	March	94	12	800	74	20				
4	Total for Quarter	289			221	68				
5	April	94	1	2000	78	16				
6	May	82	22	1100	67	14				
7	June	88	29	1400	70	18				
8	Total for Quarter	264			215	48				
9	July	100	19	1500	78	23				
10	August	96	2	1700	74	21				
11	September	95	3	1700	73	21				
12	Total for Quarter	291			225	65				
13	October	93	27	1700	72	21				
14	November	100	27	1800	76	24				
15	December	114	85	1800	85	29				
16	Total for Quarter	307			233	74				
17	Total for Year to	1,151			894	255				

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of 2004/Q4	
ELECTRIC ENERGY ACCOUNT							
Report below the information called for concerning the disposition of electric energy generated, purchased, exchanged and wheeled during the year.							
Line No.	Item (a)	MegaWatt Hours (b)	Line No.	Item (a)	MegaWatt Hours (b)		
1	SOURCES OF ENERGY		21	DISPOSITION OF ENERGY			
2	Generation (Excluding Station Use):		22	Sales to Ultimate Consumers (Including Interdepartmental Sales)	583,253		
3	Steam		23	Requirements Sales for Resale (See instruction 4, page 311.)			
4	Nuclear		24	Non-Requirements Sales for Resale (See instruction 4, page 311.)			
5	Hydro-Conventional		25	Energy Furnished Without Charge			
6	Hydro-Pumped Storage		26	Energy Used by the Company (Electric Dept Only, Excluding Station Use)			
7	Other		27	Total Energy Losses	14,581		
8	Less Energy for Pumping		28	TOTAL (Enter Total of Lines 22 Through 27) (MUST EQUAL LINE 20)	597,834		
9	Net Generation (Enter Total of lines 3 through 8)						
10	Purchases	597,834					
11	Power Exchanges:						
12	Received						
13	Delivered						
14	Net Exchanges (Line 12 minus line 13)						
15	Transmission For Other (Wheeling)						
16	Received	5,608					
17	Delivered	5,608					
18	Net Transmission for Other (Line 16 minus line 17)						
19	Transmission By Others Losses						
20	TOTAL (Enter Total of lines 9, 10, 14, 18 and 19)	597,834					

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4	
MONTHLY PEAKS AND OUTPUT						
<p>(1) Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non-integrated system.</p> <p>(2) Report on line 2 by month the system's output in Megawatt hours for each month.</p> <p>(3) Report on line 3 by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.</p> <p>(4) Report on line 4 by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.</p> <p>(5) Report on lines 5 and 6 the specified information for each monthly peak load reported on line 4.</p>						
NAME OF SYSTEM:						
Line No.	Month (a)	Total Monthly Energy (b)	Monthly Non-Requirements Sales for Resale & Associated Losses (c)	MONTHLY PEAK		
				Megawatts (See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January	55,716		91	22	9:45 AM
30	February	48,087		79	3	9:15 AM
31	March	49,608		79	11	1:00 PM
32	April	47,696		79	1	7:30 PM
33	May	49,089		78	11	11:15 AM
34	June	47,646		80	2	9:45 AM
35	July	48,919		81	26	1:15 PM
36	August	46,962		80	30	1:45 PM
37	September	48,305		83	16	10:00 AM
38	October	49,353		81	13	7:00 PM
39	November	49,377		82	12	5:30 PM
40	December	57,076		91	13	5:45 PM
41	TOTAL	597,834				

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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TRANSMISSION LINE STATISTICS

- Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
- Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
- Report data by individual lines for all voltages if so required by a State commission.
- Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
- Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction. If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
- Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure (e)	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits (h)
	From (a)	To (b)	Operating (c)	Designed (d)		On Structure of Line Designated (f)	On Structures of Another Line (g)	
1	Line 75							
2	Winter Street Sub	Stinson Avenue Sub	115.00	115.00	Single Pole,	4.92	1.55	1
3					Wood H-Frame			
4					Wood Poles			
5								
6	Line 76							
7	State Line	Winter Street Sub	115.00	115.00	Towers &	0.43		1
8					H-Frame	1.60		
9					Wood Poles			
10								
11	Line 132							
12	State Line	Stinson Avenue Sub	115.00	115.00	Single Pole	10.51		1
13					Wood &			
14					Steel Poles			
15								
16	Line 761							
17	Douglas County Line	Stinson Avenue Sub	115.00	115.00	H-Frame	25.75		1
18					Wood Poles			
19								
20	Line 762							
21	Stinson Avenue Sub	Minong	161.00	161.00	H-Frame	42.86		1
22					Wood Poles			
23								
24								
25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35								
36					TOTAL	86.07	1.55	5

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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TRANSMISSION LINE STATISTICS (Continued)

7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)
8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.
9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.
10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.

Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
								1
636 MCM	15,937	294,306	310,243					2
954 MCM								3
ACSR								4
								5
								6
636 MCM	1,502	300,081	301,583					7
954 MCM								8
ACSR								9
								10
								11
336 MCM	220,387	1,313,989	1,534,376					12
636 MCM								13
954 MCM								14
ACSR								15
								16
336 MCM	23,518	452,253	475,771					17
								18
								19
								20
636 MCM	141,157	1,355,615	1,496,772					21
								22
								23
								24
								25
								26
								27
								28
								29
								30
								31
								32
								33
								34
								35
	402,501	3,716,244	4,118,745					36

Name of Respondent Superior Water, Light and Power Company	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2004/Q4
FOOTNOTE DATA			

Schedule Page: 422 Line No.: 4 Column: i

0.53 Miles of 954, 5.94 Miles of 636

Schedule Page: 422 Line No.: 9 Column: i

0.53 Miles of 954, 1.50 Miles of 636

Schedule Page: 422 Line No.: 15 Column: i

0.34 Miles of 336, 0.45 Miles of 636, 9.72 Miles of 954

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(NEXT PAGE IS 426)

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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SUBSTATIONS

- Report below the information called for concerning substations of the respondent as of the end of the year.
- Substations which serve only one industrial or street railway customer should not be listed below.
- Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
- Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa)		
			Primary (c)	Secondary (d)	Tertiary (e)
1					
2					
3	28th Street	Unattended	13.80	2.40	
4					
5	Oakes Avenue	Unattended	13.80	2.40	
6					
7	Stinson Avenue	Unattended	115.00	13.80	
8					
9	University of Wisconsin-Superior	Unattended	13.80	2.40	
10					
11	Winter Street	Unattended	115.00	13.80	
12					
13	Stinson Avenue	Transmission	115.00	161.00	13.80
14		Unattended			
15					
16					
17					
18					
19	Voltage (in kV)				
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.

6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
						1
						2
3	3			3	300	3
						4
2	3			3	225	5
						6
70	2					7
						8
3	1		Load Tap	1		9
			Changing Transformer			10
70	2					11
						12
150	1		Phase Angle	1	200,000	13
			Regulating			14
			Transformer			15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
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						31
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						40

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report: (Mo, Da, Yr)	Year of Report Dec. 31, 2004
LIST OF SUPPLEMENTARY SCHEDULES			
Enter in column (d) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages.			
Omit pages where the responses are "none," "not applicable," or "NA."			
Title of Schedule (a)	Reference Page No. (b)	Date Revised (c)	Remarks (d)
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RETURN ON COMMON EQUITY AND COMMON EQUITY PLUS ITC COMPUTATIONS

Note: Report on a corporate basis only; not consolidated. If you file monthly rate of return forms with the PSC, use the same method for completing this form. Use the average of the 12 monthly averages when computing average common equity.

Description (a)	Thousands of Dollars	
	Common Equity (b)	Common Equity plus ITC (c)
Common Stock Outstanding	5,200	5,200
Premium on Capital Stock		
Capital Stock Expense		
Retained Earnings	17,397	17,397
Deferred Investment Tax Credit (Only common equity portion if Form PSC-AF6 is filed on monthly Basis with the Commission)		361
Other (Specify): Miscellaneous Paid In Capital	722	722
Total Average Common Stock Equity plus Deferred Investment Credit (sum of lines 14 thru 25)	23,319	23,680
Net Income		
Add: Net Income	2,125	2,125
Other (Specify):		
Less: Preferred Dividends		
Other (Specify): (If Form PSC-AF6 is filed with the Commission, net income must be reduced by that portion of net income representing debt cost of deferred investment tax credit as shown on the form.)		15
Adjusted Net Income	2,125	2,110
Percent return (line 43 divided by line 27 to the nearest hundredth of a percent)	9.11	8.91

May not cross-check due to rounding.

RETURN ON RATE BASE COMPUTATION

Note: Report on a corporate basis only; not consolidated. If you file monthly rate of return forms with the PSC, use the same method for completing this form. Use the average of the 12 monthly averages when computing the rate base.

Thousands of Dollars

Average Rate Base (a)	Electric (b)	Gas (c)	Water (d)	Total (e)
Add Average:				
Utility Plant In Service	29,336	18,107	24,823	72,266
Allocation Of Common Plant	2,346	1,525	1,994	5,865
Completed Construction not Classified				
Nuclear Fuel				
Materials and Supplies	220	785	100	1,104
Other (Specify):				
Plant Acquisition Adjustment	47	10	36	93
Less Average:				
Reserve for Depreciation	13,934	8,617	6,059	28,610
Amortization Reserves				
Customer Advances For Construction	716	68	868	1,651
Contribution in Aid of Construction	97	29	43	169
Other (Specify):				
Deferred Income Taxes	2,291	1,600	1,514	5,405
Allocation of Common Reserve	1,576	1,024	1,339	3,939
Average Net Rate Base	\$13,336	\$9,088	\$17,129	\$39,553
RETURN				
Total Operating Income	1,473	624	1,501	3,598
Less: (Specify):				
Adjusted Operating Income	\$1,473	\$624	\$1,501	\$3,598
Adjusted Operating Income As A Percent Of Average Net Rate Base (Rounded To Nearest Hundredth of a Percent)	11.05%	6.87%	8.76%	9.10%

REVENUES SUBJECT TO WISCONSIN REMAINDER ASSESSMENT

Report data necessary to calculate revenue subject to Wisconsin remainder assessment. For purposes of this schedule "out-of-state" and "in-state" refer to the geographic state of Wisconsin

Description (a)	This Year (b)
Operating revenues	54,312,109
Less: out-of-state operating revenues	
Less: in-state interdepartmental sales	136,677
Less: current year write-offs of uncollectible accounts Wisconsin utility customers only	362,027
Plus: current year collection of Wisconsin utility customer accounts previously written off	141,375
Other	
Revenues subject to Wisconsin remainder assessment	\$53,954,780

May not cross-check due to rounding.

CONSTRUCTION OVERHEADS

Report hereunder the total overheads and the total direct cost of construction for the year. Projects under \$1,000,000 for class A utilities and \$500,000 for class B utilities, should be grouped by utility department and function.

ANNUAL CHARGES

Direct Charges

Project Description (a)	Company Labor (b)	Company Materials (c)	Contractor Payments (d)	Other (e)
Electric Utility				
Transmission	0	0		446,736
Distribution	162,699	302,262	153,547	81,506
General	0	23,878	0	0
Gas Utility				
Transmission	0	0	0	0
Distribution	131,334	78,150	109,924	0
General	0	10,786	0	0
Water Utility				
Source of Supply	0	0	13,504	0
Pumping	0	6,883	40,397	0
Water Treatment	0	2,577	30,470	0
Trans-Distribution	179,664	137,374	47,039	0
General	0	10,523	0	11,362
Common Utility - General	0	39,101	52,664	1,352
Total	\$473,697	\$611,533	\$447,545	\$540,955
% Of Total Direct Charges	22.84%	29.49%	21.58%	26.09%

COMPLETED CONSTRUCTION CLEARED

Report hereunder the total cost of completed construction projects cleared from account 107 during the year. Projects under \$1,000,000 for class A utilities and \$500,000 for class B utilities, should be grouped by utility department and function.

Project Description (a)	Direct Charges			
	Company Labor (b)	Company Materials (c)	Contractor Payments (d)	Other (e)
Electric	158,153	193,732	170,947	96,706
Gas	187,319	167,271	529,125	12,437
Water	166,198	186,767	117,858	12,955
Common	0	10,245	5,180	0
Total	\$511,670	\$558,015	\$823,110	\$122,098
% Of Total Direct Charges	25.39%	27.69%	40.85%	6.07%

May not cross-check due to rounding.

CONSTRUCTION OVERHEADS (Continued)

Report hereunder the total overheads and the total direct cost of construction for the year. Projects under \$1,000,000 for class A utilities and \$500,000 for class B utilities, should be grouped by utility department and function.

ANNUAL CHARGES					
Overheads					
Total Direct Charges (f)	Engineering & Supervision (g)	Administration and General (h)	Allowance for Funds Used (i)	Taxes & Other (j)	Total Columns (f+g+h+i+j) (k)
446,736		38,268	0	802	485,806
700,013		62,120	0	228,289	990,421
23,878		1,910	0	2,388	28,176
0		0	0	0	0
319,408		28,650	0	103,150	451,208
10,786		863	0	1,079	12,728
13,504		1,080	0	0	14,584
47,280		3,782	0	988	52,050
33,047		2,644	0	958	36,648
364,077		30,841	0	131,797	526,715
21,885		1,751	0	1,352	24,988
93,117		7,960	0	11,091	112,168
\$2,073,730		\$179,869	\$0	\$481,893	\$2,735,492
100.00%		8.67%	0.00%	23.24%	131.91%

COMPLETED CONSTRUCTION CLEARED (Continued)

Report hereunder the total cost of completed construction projects cleared from account 107 during the year. Projects under \$1,000,000 for class A utilities and \$500,000 for class B utilities, should be grouped by utility department and function.

Overheads					
Total Direct Charges (f)	Engineering & Supervision (g)	Administration and General (h)	Allowance for Funds Used (i)	Taxes & Other (j)	Total Columns (f+g+h+i+j) (k)
619,538		50,529	0	141,254	811,321
896,151		72,170	0	107,502	1,075,823
483,778		35,767	0	95,292	614,837
15,425		822	0	1,057	17,304
\$2,014,893		\$159,288	\$0	\$345,105	\$2,519,285
100.00%		7.91%	0.00%	17.12%	125.03%

May not cross-check due to rounding.

INVESTMENTS AND FUNDS (ACCTS. 123-128, incl.)

1. Report, with separate subheadings for each account the securities owned by the utility; include date of issue and date of maturity in description of any debt securities owned. Designate any securities pledged and explain purpose of pledge in footnote. Minor investments included in Acct. 124 may be grouped by classes.
2. Report separately each fund account showing nature of assets included therein and list any securities included in fund accounts.

Issuing Company And Type of Security (a)	Interest or Divid- end Rate (b)	Par Value per Share (c)	No. of Shares or Principal amount (d)	Book Cost End Of Year (e)
Account 128 Special Funds Investments of Deferred Employee Benefits	Various	Various	\$23,756	\$23,756
Total			\$23,756	\$23,756

May not cross-check due to rounding.

ACCUMULATED PROVISION FOR UNCOLLECTIBLE ACCOUNTS - CR (Ac

Particulars (a)	Electric Utility Customers (b)	Gas Utility Customers (c)	Other Customers (d)	Total Utility Customers (e)
Balance first of year				\$215,584
Add: Provision for uncollectibles				312,200
Collection of accounts written off				141,375
other credits (explain):				
Total credits				453,575
Less: Accounts written off				362,027
other debits (explain): Annual payment to DOA				145,000
Total debits				507,027
Balance end of year				\$162,132

ACCUMULATED PROVISION FOR UNCOLLECTIBLE ACCOUNTS - CR (Acct. 144) (cont.)

Particulars (a)	Total Utility Customers (g)	Officers & Employees (h)	Other (i)	Total (j)
Balance first of year	\$215,584			\$215,584
Add: Provision for uncollectibles	312,200			312,200
Collection of accounts written off	141,375			141,375
other credits (explain):				
Total credits	453,575			453,575
Less: Accounts written off	362,027			362,027
other debits (explain): Annual payment to DOA	145,000			145,000
Total debits	507,027			507,027
Balance end of year	\$162,132			\$162,132
Loss on Wisconsin utility accounts				
Accounts written off				362,027
Collection of such accounts previously written off				141,375
Net loss				\$220,652
Notes to explain "other" on lines 11, 14, 26 & 29 above:				

RECEIVABLES FROM ASSOCIATED COMPANIES (Accts. 145-146)

Give particulars of any notes pledged or discounted. Show in column (a) date of issue, maturity date, and interest rate for any notes receivable

Name of Company (a)	Amount end of year	
	Notes Receivable (Acct. 145) (b)	Accts Receivable (Acct. 146) (c)
Total		0

PREPAYMENTS (ACCT. 165)

Class of Prepayments (a)	Balance End of Year (b)
Prepaid Taxes - PScofW Remainder Assessment	48,147
Insurance	51,236
Postage	0
Wisconsin License Fee	1,292,899
Life Insurance	42,674
Total	1,434,956

MISCELLANEOUS CURRENT AND ACCRUED ASSETS (ACCT. 174)

Minor items may be grouped by classes, showing number of such items.

Description of Assets (a)	Balance end of year (b)
Accrued Natural Gas Demand Charges	42,542
Accrued Natural Gas Commodity Charges	4,000
Total	46,542

May not cross-check due to rounding

UNAMORTIZED DEBT DISCOUNT AND EXPENSE

Report below the particulars called for with respect to the unamortized debt discount and expense or net premium applicable to each class and series of long-term debt. Show separately any unamortized debt discount and expense or call premiums applicable to refunded issues, including separate subtotal therefor. Show in column (a) the method of amortization for each amount of debt discount and expense or premium.

Explain any charges or credits in column (c) and (d) other than amortization in Acct. 428 or 429.

Debt to which related
(a)

Unamortized debt expense (181):

First Mortgage Bonds 7.91% Series due 2013
First Mortgage Bonds 7.27% Series due 2008
Industrial Revenue Development Note Series due 2012
Industrial Revenue Development Note Series due 2021

Subtotal

Unamortized debt discount (226):

Industrial Revenue Development Note Series due 2021

Subtotal

Total

Unamortized premium on debt (251): None

Total

AND UNAMORTIZED PREMIUM ON DEBT (Accts. 181, 251)

Report below the particulars called for with respect to the unamortized debt discount and expense or net premium applicable to each class and series of long-term debt. Show separately any unamortized debt discount and expense or call premiums applicable to refunded issues, including separate subtotal therefor. Show in column (a) the method of amortization for each amount of debt discount and expense or premium.

Explain any charges or credits in column (c) and (d) other than amortization in Acct. 428 or 429.

Discount and expense or (net premium) balance first of year (b)	Charges during year (c)	Credits during year (d)	Balance end of year (e)
25,246	0	5,049	20,197
26,037	0	5,208	20,830
13,842	0	1,582	12,260
10,139	0	569	9,570
75,263	0	12,407	62,856
93,356	0	5,235	88,121
93,356	0	5,235	88,121
168,619	0	17,642	150,977

RETAINED EARNINGS (Accts. 215-216)

RETAINED EARNINGS (Accts. 215-216)		
Particulars (a)	Acct. 215 Appropriated (b)	Acct. 216 Unappropriated (c)
Balance first of year		16,142,789
Changes during year (explain in detail):		
Balance transferred from income		2,125,020
Dividends paid		0
Balance end of year		18,267,809

NOTES PAYABLE (Acct. 231) None

NOTES PAYABLE (Acct. 231)			None	
Name of payee and purpose for which issued (a)	Date of note (b)	Date of maturity (c)	Interest rate (d)	Balance end of year (e)
Total				

May not cross-check due to rounding.

PAYABLES TO ASSOCIATED COMPANIES (Acct. 233-234)

Include in column (a) description of any note payable including date of issue, date of maturity and interest rate.

Name of Company (a)	Amounts at end of year	
	Notes Payable (233) (b)	Accounts Payable (234) (c)
ALLETE (rem. Bal issued December 2003, no maturity date, variable interest rate)	\$1,100,000	
ALLETE (issued February 2004, no maturity date, variable interest rate)	500,000	
ALLETE (issued March 2004, no maturity date, variable interest rate)	300,000	
ALLETE (issued Sept - December 2004, no maturity date, variable interest rate)	3,700,000	
ALLETE		\$1,840,233
Total	\$5,600,000	\$1,840,233

INTEREST ACCRUED (Acct. 237)

Class of Debt (a)	Balance end of Year (b)
First Mortgage Bonds 7.91% Series due 2013	\$88,988
Interest on Debt to Minnesota Power (Guarantee of 7.91%)	1,406
Industrial Development Note due 2012	5,969
Industrial Development Note 6.125% due 2021	66,354
Interest on Debt to Minnesota Power (Guarantee of 6.125%)	0
First Mortgage Bonds 7.27 % Series due 2008	18,175
Customer Deposits	5,804
Short Term Notes	0
Total	\$186,696

MISC. CURRENT AND ACCRUED LIABILITIES (Acct. 242)

Minor items may be grouped by classes.	
Description (a)	Balance end of Year (b)
Payrolls	(\$22,004)
Accrued Payroll	94,634
Accrued Vacation	356,344
Dental Insurance Plan	134,430
Medical Insurance Plan	50,816
Medical Reimbursement Account	9,692
Dependent Reimbursement Account	4,544
Deferred Compensation - 1989 Leveraged ESOP	33,214
Deferred Compensation - 1990 Leveraged ESOP	124,367
Deferred Compensation - Flexible Dollars	203
Deferred Compensation - After Tax Contribution	1,637
Deferred Compensation - Pay Conversion	
Deferred Compensation - Supplemental Retirement	16,030
Audit Expense	28,195
Excess Water Revenues	0
Sewer Billings	544,609
Gas Cost Recovery Mechanism	159,742
Public Benefits Accrual	4,834
Year End Accruals	70,530
Results Sharing	142,500
Miscellaneous	8,784
Total	\$1,763,103

May not cross-check due to rounding

DISTRIBUTION OF TAXES TO ACCOUNTS

Explain basis for allocation if used.

If the total does not equal taxes accrued, include a reconciling schedule.

Function (a)	Wisconsin License Fee (b)	Wisconsin Income Tax (c)	Federal Income Tax (d)	FICA and Fed. and State Un- employment Tax (e)
Accts. 408.1 and 409.1:				
Electric	808,226	125,979	356,331	126,351
Gas	185,682	15,893	(87,375)	162,585
Water	181,455	97,697	307,757	132,771
Heating				
Accts. 408.2 and 409.2		(32,480)	(128,330)	
Acct. 409.3				
Clearing accounts				
Construction Additions				
Other (specify):				
Acct 439				
Other Misc Accts				
Total	\$1,175,363	\$207,089	\$448,383	\$421,707

Notes and explanations regarding tax distribution:

DISTRIBUTION OF TAXES TO ACCOUNTS (Cont.)

PSC Remainder Assessment (f)	Local Property Tax (g)	State and Local Taxes Other Than Wisconsin (h)	Other Taxes (i)	Total (j)
26,770				1,443,657
17,118		30,000		323,903
5,760		213,972		939,412
	605			(160,205)
			10,140	10,140
\$49,648	\$605	\$243,972	\$10,140	\$2,556,907

Notes and explanations regarding tax distribution:

Reconcile line 28, col. j to page 262, col. d and col. f, line 41:

Adjust expense - not accrual - Federal - Misc Paid in Capital (73,022)

Adjust accrual - not expense - Federal and State 0

Reconciled Total 2,483,885

SUPERIOR WATER, LIGHT & POWER COMPANY

Amount			
Reconciliation of Taxable with Reported Book Income	FEDERAL	WISCONSIN	DIFFERENCE
+ Net Income for the Year (Page 117)	2,125,021	2,125,021	-
Reconciling Items for the Year			
+ Taxable Income not Reported on Books			
CIAC	18,228	18,228	-
Salvage on ACRS Disposals	-	-	-
	18,228	18,228	-
+ Deductions Recorded on Books Not Deducted on Return			
Federal Income Tax - Current	448,383	448,383	-
Federal Income Tax - Deferred	16,360	16,360	-
Investment Tax Credit - Net	(41,325)	(41,325)	-
State Income Tax - Wisconsin - Current	239,569	239,569	-
State Income Tax - Wisconsin - Deferred	(80,539)	(80,539)	-
State Income Tax - Minnesota - Current	2,637	2,637	-
Disallowed Meals - 50% Rule	4,826	4,826	-
Lobbying	286	286	-
Penalties	-	-	-
Non-Deductible Dues	-	-	-
	590,197	590,197	-
- Deductions on Return Not Charged Against Book Income			
Provision to Reserve for Bad Debts - Net	(53,452)	(53,452)	-
Cost to Retire Util Plant Included as Charge to Deprec			
Reserve on Books, but Deductible for Tax	(191,637)	(191,637)	-
Excess Tax Depreciation Over Book Depreciation	(1,190,575)	(287,706)	(902,869)
Accrued Vacation	37,842	37,842	-
Advance ESOP Deduction	103,322	103,322	-
EIP	(11,018)	(11,018)	-
Result Sharing	-	-	-
Tax > Book Gain Loss	14,998	14,998	-
Deferred Compensation	76,085	76,085	-
Deferred Directors Fees	-	-	-
Escrow / Conservation Programs	73,086	73,086	-
Prepaid Insurance	207,886	207,886	-
Prepaid PSC-W	(14,399)	(14,399)	-
Stinson Phase Shifter	26,732	26,732	-
Stock Option Deduction	(208,631)	(208,631)	-
Pension Plan	(384,677)	(384,677)	-
RAR 91-93 Gas Expansion	(12,244)	(12,244)	-
Early Retirement Awards	-	-	-
Salvage	-	-	-
FAS 106 - Post Retirement Benefits	120,871	120,871	-
FAS 112 - Post Employment Benefits	(126,384)	(126,384)	-
Self Insured Reserve	-	-	-
Excess water revenues	(30,594)	(30,594)	-
Refundable Advances	4,024	4,024	-
	-	-	-
Carryforward - State contribution	-	-	-
	(1,558,765)	(655,896)	(902,869)
Income Before State Income Tax Deduction	1,174,681	2,077,550	902,869
- Deduction for State Income Taxes			
(State Income Taxes - Curr Year - WI)	188,035		
(State Income Taxes - Curr Year - MN)	2,637		
Prior year current state tax adjustments & reclassifications	-		
Federal Taxable Income	984,009	2,077,550	902,869
Tax at 35%	344,403	188,035	
Prior Year Adjustments - Current	34,879	22,655	
Adjust Computed Amount to Accrued Amount	69,101	74,189	
Accrued Tax	448,383	239,569	

INTEREST AND DIVIDEND INCOME (Acct. 419)

Security or account on which received (a)	Interest or dividend rate (b)	Amount (c)
(list items greater than \$10,000 separately, others may be grouped):		
Customer late payment charges (including loans)	Various	1,385
National Bank of Commerce	Variable	6,204
M&I Bank	Variable	160
IRS - amended tax return	Variable	4,212
Miscellaneous	Variable	71
Total interest and dividends		\$12,032
Expenses applicable to above (as listed hereunder):		
Total expenses		
Interest and dividend income, before taxes		\$12,032

May not cross-check due to rounding

DETAIL OF CERTAIN GENERAL EXPENSE ACCOUNTS

Description of item (a)	Amount (b)
Acct. 923--OUTSIDE SERVICES EMPLOYED--State total cost, nature of service, and name of each person who was paid for services includible in this account, \$10,000 or more in case of Class B utilities and \$25,000 or more in case of Class A utilities. Audit Expense - PricewaterhouseCoopers Administrative Services - ALLETE, Inc. Miscellaneous	\$50,435 1,055,505 13,276
Total	\$1,119,216
Acct. 924--PROPERTY INSURANCE--List hereunder major classes of expenses and also state extent to which utility is self-insured against insurable risks to its property: Premiums for insurance Dividends received from insurance companies--cr. Amounts credited to Acct. 261, Property Insurance Reserve Other expenses (list major classes):	\$49,357
Total	\$49,357
Acct. 925--INJURIES AND DAMAGES--List hereunder major classes of expense. Also, state extent to which utility is self-insured against risks of injuries and damages to employees or to others: Premiums for insurance Dividends received from insurance companies--cr. Amounts credited to Acct. 262, Injuries and Damages Reserves Expenses of investigating and adjusting claims Cost of safety and accident-prevention activities Other expenses (list major classes):	\$444,205
Total	\$444,205

May not cross-check due to rounding

DETAIL OF CERTAIN GENERAL EXPENSE ACCOUNTS (Cont.)

Description of item (a)	Amount (b)	
Acct. 926--EMPLOYEE PENSIONS AND BENEFITS--Report total amount for utility hereunder and show credit for amounts transferred to construction or other accounts, leaving the net balance in Acct. 926 Pension accruals or payments to pension fund Pension payments under unfunded basis Employees benefits (life, health, accident & hospital insur. etc.) Expense of educational and recreational activities for employees Other expenses (list major items) Credit amount transferred to capital accounts Flexible Compensation Supplemental Retirement Miscellaneous	 \$421,236 13,392 1,027,215 2,263 (299,883) 10,706 93,531 40,683	 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23
Total	\$1,309,143	24
Acct. 930.2--MISCELLANEOUS GENERAL EXPENSES Industry association dues Nuclear power research expenses Other experimental and general research expenses - (EPRI, acct 930.3) Expenses of corporate organization and of servicing outstanding securities of utility Directors fees and expenses Other expenses (list major items): Administer Health & Safety Programs Miscellaneous	 \$15,640 4,657 27,627	25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46
Total	\$47,924	47
Acct. 922--ADMINISTRATIVE EXPENSES TRANSFERRED--Cr.--Explain basis of computation of credit in this account. A study is made annually, based on judgment as well as time, of the amount of salary and office supplies and expenses which is allocable to construction; an amount equal to 8% of direct costs of constructed additions is charged to construction work in progress monthly and credited to this account. With respect to purchased additions such as meters, transformers, autos, etc as well as construction work by contractors, no amount is charged to construction work in progress or credited to this account.	\$224,835	48 49 50 51 52 53 54 55 56 57 58 59
Total	\$224,835	60

May not cross-check due to rounding

COMMON UTILITY PLANT AND ACCUMULATED DEPRECIATION

Utility Plant in Service					
Description (Use both title and account number) (a)	Additions during year (b)	Retirements during year (c)	Adjustments dr. or (cr.) (d)	Balance end of year	
				Total (e)	Located in Wis (f)
Intangible plant-common Organization					
Total intangible					
General plant					
Misc & Tangible Plant (303)					1,081,846
Land & land rights (389)					14,765
Structures & improv (390)	17,304	62,723	0		2,306,716
Off furn & fixt (391)		226,513			488,300
Transportation equip (392)		42,843			497,347
Stores equip (393)					45,290
Tools, shop & gar (394)					291,241
Laboratory (395)					0
Power operated equip (396)					211,490
Communication (397)			(34,446)		765,994
Miscellaneous (398)					65,109
Total general plant	17,304	332,079	(34,446)		5,768,098
TOTAL	17,304	332,079	(34,446)		5,768,098

ALLOCATION TO UTILITY DEPARTMENTS

Particulars (a)	Plant end of year (b)	Accumulated deprec. end of year (c)	Depreciation accruals (d)
Electric	2,307,240	1,575,464	75,474
Gas	1,499,705	1,024,052	49,058
Water	1,961,153	1,339,144	64,153
Steam Heating			
Subtotal			188,685
Transportation Equipment - Clearing Accounts			29,700
Power Operated Equipment - Clearing Accounts			4,400
Clearing Account Adjustments and transferred plant adjustments			0
Total	5,768,098	3,938,660	222,785

May not cross-check due to rounding.

COMMON UTILITY PLANT AND ACCUMULATED DEPRECIATION (cont.)

Accumulated provision for depreciation							
Straight line accruals		Additional accruals (i)	Book cost of plant retired (j)	Cost of removal (k)	Salvage (l)	Other additions or (deductions) (m)	Balance end of year (n)
Rate (g)	Amount (h)						
25.00	0						1,081,846
2.78	57,882		62,723				783,108
9.09	44,387		226,513				409,761
Unit	29,700		42,843		9,687		467,988
5.00	2,264						26,173
5.88	17,125						287,103
Unit	4,400						145,877
8.33	63,771					0	698,859
5.00	3,256						37,945
	222,785		332,079	0	9,687	0	3,938,660
	222,785		332,079	0	9,687	0	3,938,660

Explanation of method of allocating common plant, accumulated depreciation, and depreciation expense by utility departments.

Basis of Allocation

Common Plant - based on accumulated plant additions and retirements.

Accumulated Depreciation - based on accumulated depreciation accruals less retirements

Depreciation Expense - (1) Account 392, charged to clearing account and then cleared to operation and maintenance expense, clearing accounts, construction work and cost to retire on basis of time each month.

(2) Account 396, allocated on engineering estimate of 67% Gas and 33% Water.

(3) All other accounts, allocated on the same basis as administrative and general expenses, Electric 50%, Gas 34%, Water 16%.

May not cross-check due to rounding.

ELECTRIC EXPENSES

Report all amounts under column d, "total operations", on the basis and in conformity with the uniform system of accounts and accounting directives prescribed by this commission. Allocate "total operations" amounts jurisdictionally between Wisconsin (PSCW) jurisdiction and all other jurisdiction.			
Particulars (a)	Wisconsin jurisdictional operations (b)	Other jurisdictional operations (c)	Total operations (d)
OPERATING EXPENSES			
Power production expenses (500-557)	21,258,603		21,258,603
Transmission expenses (560-573)	30,354		30,354
Distribution expenses (580-598)	764,274		764,274
Customer accounts expenses (901-905)	448,013		448,013
Customer service expenses (907-910)	394,061		394,061
Sales promotion expenses (911-916)	0		0
Administration and general expenses (920-935)	1,863,157		1,863,157
Total operation and maintenance expenses (401-402)	24,758,462		24,758,462
Depreciation expense (403)	1,064,133		1,064,133
Amortization of limited-term utility plant (404)			
Amortization of other utility plant (405)			
Amortization of utility plant acquisition adjustment (406)	12,241		12,241
Amortization of property losses (407)			
Taxes other than income taxes (408.1)	936,974		936,974
Income taxes (409.1)	482,310		482,310
Provision for deferred income taxes (410.1)	(208,749)		(208,749)
Investment tax credits, net (411.4)	(31,139)		(31,139)
Total operating expenses	27,014,232		27,014,232

SALES TO ULTIMATE CUSTOMERS

1. Report data by rate schedule for all sales of retail electricity (including unbilled revenues and KWH) for each account. Show totals for each account and for combined sales to ultimate customers.
2. Report number of customers on the basis of number of meters plus the number of flat rate accounts. Where meter readings are added for billing purposes, count one customer for each group of meters so added. Compute the average on the basis of the 12 month ended figures.
3. If the customer count in any service classification includes customers counted more than once because of special services, such as water heating, etc., indicate in a footnote the number of such duplicate customers included in the classification.

Rate schedule (a)	Wisconsin Geographical Operations		
	Revenues (b)	KWH "000's" omitted (c)	Avg. no. customers (d)
Residential Sales			
ER1	5,111,893	73,833	11,144
EH1	664,701	10,145	890
EN1	16,191	93	202
EW1	11,660	250	93
ED1	46,333	1,199	97
Total	5,850,778	85,520	12,426
Commercial and Industrial Sales			
EC1	578,427	8,015	981
EC3	5,076,268	95,725	718
EC5	1,369,740	30,638	5
EP1	576,827	11,923	12
EP3	7,339,526	172,141	12
EP5	6,448,491	172,220	1
EN1	26,966	157	204
EZ1	2,729	33	3
ISR	112,662	2,619	1
Total	21,531,636	493,471	1,937
Public Street and Highway Lighting			
EL1	176,648	2,313	12
Interdepartmental			
EC1	3,501	44	10
EC3	87,832	1,903	5
EN1	400	2	3
Total	91,733	1,949	18
Total to Ultimate Customers	27,650,795	583,253	14,393

May not cross-check due to rounding.

POWER COST ADJUSTMENT CLAUSE (if applicable)

Report below the revenue derived from the power cost adjustment clause for the year for each rate schedule that is reported on page E-2. Do not combine any of the rate schedules.

Rate schedules (a)	PCAC revenue (Wisconsin Only) (b)
ER1	331,689
EH1	45,114
EC1	36,112
EC3	436,159
EC5	140,415
EP1	54,421
EP3	801,401
EP5	809,772
EW1	1,165
EN1	1,108
EL1	9,471
EZ1	150
ED1	5,173
ISR	11,859

POWER COST ADJUSTMENT CLAUSE FACTOR (if applicable)

1. Report below in col. (b) the monthly PCAC Factors actually applied in determining monthly revenues for the year.
2. The monthly PCAC Factor may be stated as a percent or as dollars per Kwh according to your power cost adjustment clause.

Month (a)	Adjustment factor (Wisconsin Only) (b)
January	\$0.0018
February	\$0.0036
March	\$0.0022
April	\$0.0094
May	\$0.0083
June	\$0.0064
July	\$0.0061
August	\$0.0051
September	\$0.0028
October	(\$0.0003)
November	\$0.0060
December	\$0.0046

OTHER ELECTRIC OPERATING REVENUES (ACCTS. 450-456)

1. Report succinct statement of the revenues in each account and show separate totals for each account.
2. Report name of lessee and description of property for major items of rent revenue. Group other rents less than \$25,000 by classes.
3. For sales of water and water power, report name of purchaser, purpose for which water used and the development supplying water.
4. Report basis of charges for any interdepartmental rents.
5. Report details of major items in Acct. 456. Group items less than \$25,000.

Particulars (a)	Amount (b)
Account 450 Forfeited Discounts	
Interest on Late Payments	56,013
Account 451 Miscellaneous Service Revenues	
Connection and Reconnection Charges	17,712
Account 454 Rent From Electric Property	
Minnesota Power pool interconnect facilities charge	589,704
Minnesota Power fiber optic lease	5,664
Pole Rental	20,078
Account 456 Other Electric Revenues	
Minnesota Power - Cloquet pumping station wheeling charge	16,778
Phase Shifter	237,574
Revenue Adjustment PCAC	(155,800)
Wisconsin Sales Tax	5,670
Other	42,633
Total 456	146,855
Total (Accounts 450-456)	836,026

May not cross-check due to rounding.

ACCUM. PROV. FOR DEPRECIATION OF PLANT IN SERVICE (Acct. 108)

Report in column (e) additional depreciation expense authorized by Commission to be charged where tax depreciation allowances exceed book amounts.				
Primary plant accounts (a)	Balance first of year (b)	S.L. Dpr. rate % used (c)	Accruals During Year	
			Straight line amount (d)	Additional amount (e)
STEAM PRODUCTION				
Land and land rights (310)				
Structures & improvements (311)*				
Boiler plant equipment (312)*				
Engines & eng.-driven gen. (313)				
Turbogenerator units (314)*				
Accessory elec. equipment (315)*				
Misc. power equipment (316)*				
Total steam production				
NUCLEAR PRODUCTION				
Land and land rights (320)				
Structures & improvements (321)				
Reactor plant equip. (322)*				
Turbogenerator units (323)				
Accessory elec. equipment (324)				
Misc. power plant equip. (325)				
Total nuclear prod. plant				
HYDR. & PUMPED STORAGE				
Structures & improvements (331)				
Reser., dams & waterways (332)				
Water wheels, turb. & gen. (333)				
Accessory elec. equipment (334)				
Misc. power plant equip. (335)				
Roads, railroads & bridges (336)				
Total hydraulic production				
OTHER PRODUCTION				
Structures & imprvmnts. (341)				
Fuel holders, prod. & access. (342)				
Prime movers (343)				
Generators (344)				
Accessory elec. equipment (345)				
Misc. power plant equipment (346)				
Total other production				
TRANSMISSION PLANT				
Land and land rights (350)				
Structures & imprvmnts. (352)				
Station equipment (353)	2,223,936	2.50	122,551	
Towers and fixtures (354)	66,648	1.83	1,681	
Poles and fixtures (355)	1,259,580	3.14	51,700	
Overhead cond. & devices (356)*	1,372,431	2.63	52,781	
Clearing Land & Right of Way (356.1)	26,860	2.50	931	
Underground cond. & devices (358)				
Roads and trails (359)				
Total transmission	4,949,455		229,644	0

May not cross-check due to rounding.

ACCUMULATED PROVISION FOR DEPRECIATION OF PLANT IN SERVICE

Report in column (e) additional depreciation expense authorized by Commission to be charged where tax depreciation allowances exceed book amounts.

Primary plant accounts (a)	Balance first of year (b)	S.L. Dpr. rate % used (c)	Accruals during year	
			Straight line amount (d)	Additional amount (e)
DISTRIBUTION PLANT				
Land and land rights (360)				
Structures & improvements (361)	12,826	1.96	622	
Station equipment (362)	1,911,941	2.63	80,180	
Storage battery equip. (363)				
Poles, towers & fixtures (364)	1,201,773	4.12	159,879	
Overhd cond. and devices (365)	1,954,754	4.67	180,077	
Underground conduit (366)	37,198	1.91	1,207	
Underground cond. & devices (367)	777,377	4.17	100,146	
Line transformers (368)	629,319	3.13	79,452	
Services (369)	769,778	6.67	54,889	
Meters (370)	715,602	5.00	115,227	
Install. on cust. prem. (371)	29,504	6.67	4,737	
Leased prop. on cust. prem. (372)				
St. lighting & signal sys. (373)	141,512	6.00	20,829	
Total distribution	8,181,584		797,245	
GENERAL PLANT				
Structures and imprvmnts. (390)				
Office furniture & equip. (391)	6,014	5.00	573	
Computer equip. (391.2)	9,783	25.00	1,845	
Stores equipment (393)				
Tools, shop & garage equip. (394)	138,786	4.00	10,198	
Laboratory equipment (395)	183,312	5.00	14,089	
Power operated equipment (396)				
Communication equipment (397)	38,550	5.00	3,429	
Miscellaneous equipment (398)				
Other tangible property (399)				
Total general	376,445		30,134	0
Total	13,507,484		1,057,023	0

DEPRECIATION SUMMARY

Total depreciation expense (columns (d) and (e))	1,057,023
Less amounts charged to clearing accounts	
Less amortization of pre-1990 contributions in aid of construction	68,364
Less allocation of General Plant salvage	0
Less adjustment from general plant and other activity	0
Plus allocation of depreciation on common plant	75,474
Total electric depreciation expense	1,064,133
Total reserve balance (column k)	14,314,131
Plus pre-1990 Contributions in aid of construction balance	62,775
Plus allocation of reserve on common plant	1,575,484
Total depreciation reserve for electric utility	15,952,370

May not cross-check due to rounding.

ACCUMULATED PROVISION FOR DEPRECIATION OF PLANT IN SERVICE

Book cost of plant retired (f)	Cost of removal (g)	Salvage (h)	Other additions or deductions		Balance end of year (k)
			Debit (i)	Credit (j)	
2,022					(2,022)
5,692					7,756
13,684	801				1,977,636
703	34,171	32,524			1,359,302
8,042	47,423	2,332			2,081,698
13,533	8,491				38,405
33,683	14,927	694			855,499
475	8,933				660,855
77,179					815,259
94	692				753,650
2,196	3,402				33,455
					156,743
157,303	118,840	35,550	0	0	8,738,236
9,783			3,461		3,126
				3,461	5,306
			1,828		147,156
				1,828	199,229
					41,979
9,783	0	0	5,289	5,289	396,796
167,086	118,840	35,550	6,840	6,840	14,314,131
Explanation of items in columns (i) and (j):					
Page 25, lines 51 and 53, acct 355, transfer to acct 356.1.					
Page 27, lines 31 and 32, acct 391, transfer to acct 391.2.					
Page 27, lines 34 and 35, acct 394, transfer to acct 395.					

May not cross-check due to rounding.

MONTHLY PEAKS AND OUTPUT

1. Report hereunder the information called for pertaining to simultaneous peaks established monthly (in thousands of kilowatts) and monthly output (in thousands of kilowatt-hours).
2. Monthly peak col. (b) should be respondent's maximum kw. load as measured by the sum of its coincidental net generation and purchases plus or minus net interchange minus temporary deliveries (not interchange) of emergency power to another system.
3. State type of monthly peak reading (instantaneous (0), 15, 30, or 60 minutes integrated).
4. Monthly output should be the sum of respondent's net generation for load and purchases plus or minus net interchange and plus or minus net transmission or wheeling. Total for the year should agree with line 23 on page E-28.
5. If the utility has two or more power systems not physically connected, the information called for below should be furnished for each system.

Month (a)		Monthly peak					Mo. output (KWH) (000's) (g)
		KW (000's) (b)	Day of week (Mon. etc.) (c)	Date (Mo/Da/Yr) (d)	Time Beginning (Hour:Min) (e)	Type of reading (0,15,30,60) (f)	
Jan	1	91	Thursday	1/22/04	9:45 AM	15 Minute	55,716
Feb	2	79	Tuesday	2/3/04	9:15 AM	15 Minute	48,087
Mar	3	79	Thursday	3/11/04	1:00 PM	15 Minute	49,608
Apr	4	79	Thursday	4/1/04	7:30 PM	15 Minute	47,696
May	5	78	Tuesday	5/11/04	11:15 AM	15 Minute	49,089
Jun	6	80	Wednesday	6/2/04	9:45 AM	15 Minute	47,646
Jul	7	81	Monday	7/26/04	1:15 PM	15 Minute	48,919
Aug	8	80	Monday	8/30/04	1:45 PM	15 Minute	46,962
Sep	9	83	Thursday	9/16/04	10:00 AM	15 Minute	48,305
Oct	10	81	Wednesday	10/13/04	7:00 PM	15 Minute	49,353
Nov	11	82	Friday	11/12/04	5:30 PM	15 Minute	49,377
Dec	12	91	Monday	12/13/04	5:45 PM	15 Minute	57,076
Total							597,834
System Name		Superior Water, Light and Power Company					

ELECTRIC DISTRIBUTION LINES

1. If a utility has available the number of poles, but not miles of pole line, it will be considered satisfactory to determine miles of pole line by multiplying number of poles by average length of span, indicating in a footnote the average span used.
2. Urban distribution lines and rural distribution lines are to be reported separately for Wisconsin and for outside the state.
3. Urban distribution lines are defined as lines inside corporate limits of incorporated places, lines in urban areas adjacent to such corporate limits, and lines in unincorporated communities with urban characteristics. All pole lines used for urban distribution, including joint distribution and transmission, other joint distribution lines, and joint use of foreign lines are to be reported

Particulars (a)	Miles of:		
	Pole line (b)	U.G. conduit (subway) (d)	Buried cable
Lines in Wisconsin:			
Urban distribution lines--primary voltage	125.24		47.48
Urban distribution lines--secondary voltage	124.02		1.55
Rural distribution lines--primary voltage			
Rural distribution lines--secondary voltage			
Total in Wisconsin	249.26	0.00	49.03
Lines outside the state:			
Urban distribution lines--primary voltage			
Urban distribution lines--secondary voltage			
Rural distribution lines--primary voltage			
Rural distribution lines--secondary voltage			
Total outside the state	0.00	0.00	0.00
Total lines of utility	249.26	0.00	49.03

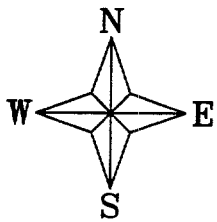
May not cross-check due to rounding.

NAMES OF CITIES, VILLAGES, AND TOWNS

NUMBER OF CUSTOMERS IN EACH SUPPLIED DIRECTLY WITH ELECTRICITY BY REPORTING UTILITY AT END OF YEAR
Report in alphabetical order first, cities, and second, incorporated villages. Next, report
towns in alphabetical order under each county, also listed in alphabetical order. Show
total for each group and for total company.

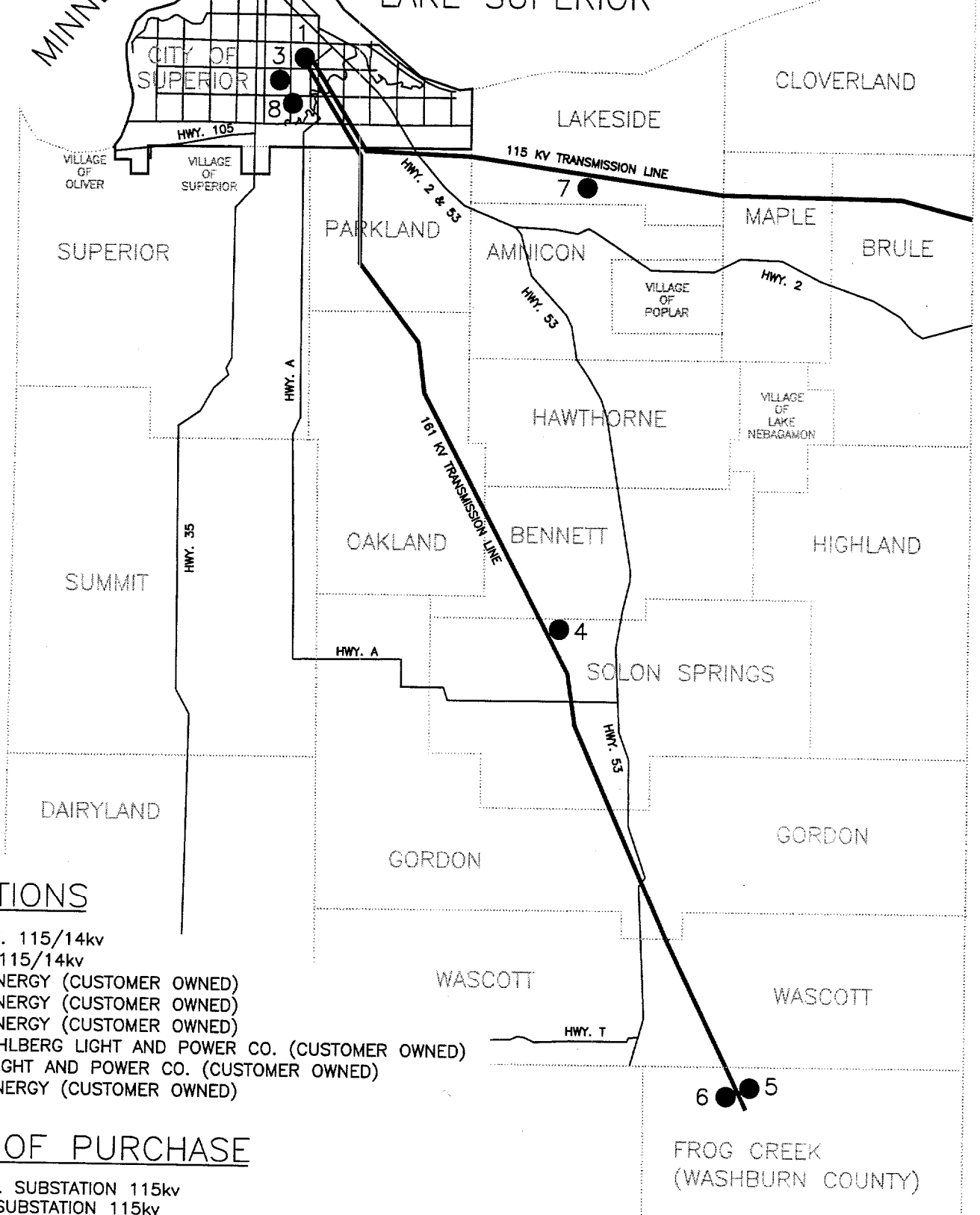
(CLASS A & B)

Location (a)	Customers end of year (b)	Location (a)	Customers end of year (b)
City of Superior 1/	13,850		
Village of Oliver	198		
Village of Superior	301		
Town of Parkland	49		
Town of Superior	32		
Total	14,430		
1/ Includes 18 Interdepartmental Customers			



MINNESOTA

LAKE SUPERIOR



SUBSTATIONS

1. STINSON AVE. 115/14kv
2. WINTER ST. 115/14kv
3. ENBRIDGE ENERGY (CUSTOMER OWNED)
4. ENBRIDGE ENERGY (CUSTOMER OWNED)
5. ENBRIDGE ENERGY (CUSTOMER OWNED)
6. U.P.A. - DAHLBERG LIGHT AND POWER CO. (CUSTOMER OWNED)
7. DAHLBERG LIGHT AND POWER CO. (CUSTOMER OWNED)
8. ENBRIDGE ENERGY (CUSTOMER OWNED)

POINTS OF PURCHASE

1. STINSON AVE. SUBSTATION 115kv
2. WINTER ST. SUBSTATION 115kv

DRAWN MJM DATE 2-4-97

SCALE NOT TO SCALE

APPROVED JERRY ANDERSON

SUPERIOR WATER,
LIGHT & POWER

SUPERIOR, WISCONSIN

SUPERIOR WATER, LIGHT & POWER
ELECTRIC SERVICE TERRITORY
2005

DRAWING NUMBER
E-97-1

SHEET 1 OF 1

REVISED 3-3-05

NAMES OF CITIES, VILLAGES, AND TOWNS

NUMBER OF CUSTOMERS IN EACH SUPPLIED DIRECTLY WITH GAS BY REPORTING UTILITY AT END OF YEAR
 Report in alphabetical order, by county, first, each city, second, each incorporated village, and third, each town in which the reporting utility has obtained Public Service Commission authorization to provide natural gas service and in which the reporting utility has in place natural gas facilities and has provided or is currently providing natural gas service. Indicate the number of customers served in each municipality at the end of the year and tabulate the number of customers served in each county. Tabulate the total number of customers served by the company. (CLASS A & B)

Location (a)	Customers end of year (b)	Location (a)	Customers end of year (b)
Douglas County			
City of Superior 1/	10,453		
Total Cities	10,453		
Village of Lake Nebagamon	413		
Village of Poplar	83		
Village of Solon Springs	134		
Village of Superior	214		
Total Villages	844		
Town of Amnicon	19		
Town of Bennett	37		
Town of Brule	98		
Town of Hawthorne	22		
Town of Highland	2		
Town of Maple	79		
Town of Parkland	191		
Town of Solon Springs	82		
Town of Superior	94		
Total Towns	624		
TOTAL DOUGLAS COUNTY	11,921		
TOTAL COMPANY	11,921		
1/ Includes 4 Interdepartmental Customers			

GAS OPERATING EXPENSES

Particulars (a)	Wisconsin Jurisdictional Operations (b)	Other Jurisdictional Operations (c)	Total Operations (d)
OPERATING EXPENSES			
Manufactured gas production expenses (700-742)	8,463		8,463
Purchased gas expenses (804-813)	14,352,089		14,352,089
Total production expenses	14,360,552		14,360,552
Storage expenses (840-848.3)			
Transmission expenses (850-867)			
Distribution expenses (870-894)	1,264,267		1,264,267
Customer accounts expenses (901-905)	309,421		309,421
Customer service expenses (907-910)	600,683		600,683
Sales promotion expenses (912-916)	13,939		13,939
Administrative and general expenses (920-935)	1,582,559		1,582,559
Total operation and maintenance	18,131,421		18,131,421
Depreciation expense (403)	698,167		698,167
Amortization limited-term utility investment (404)			
Amortization of other utility plant (405)	2,611		2,611
Amortization utility plant acquisition adjustment (406)			
Amortization of property losses (407.1)			
Amortization of conversion expenses (407.2)			
Taxes other than income taxes (408.1)	364,023		364,023
Income taxes (409.1)	(71,482)		(71,482)
Provision for deferred income taxes (410.1)	136,825		136,825
Investment tax credits, net (411.4)	(3,759)		(3,759)
Total operating expenses	19,257,806		19,257,806

May not cross-check due to rounding.

OPERATING REVENUES FROM NATURAL GAS UTILITY

1. Report data by rate schedule (including unbilled revenues and therms), classified between space heating and non-space heating customers. Customer counts are based on the average number of meters in service - using 12 month end figures. Where meters are combined for billing purposes, each combined group of meters counts as one customer.
2. For industrial interruptible sales, report data by priority of interruption.
3. Report all data for transportation customers even if they are already included in Accounts 480-484. Classify these by rate schedule in the same detail as reported in Accounts 480-484.
4. For the remaining other operating revenues, report details of major items and then group the remaining items in each account. Report the name of lessee and description of property for major items of rent revenue.

Rate Schedule (a)	Wisconsin Geographical Operations		
	Revenues (b)	Therms (c)	Average Customers (d)
Sales of Gas Revenues			
Residential (480)			
Non-space heating	\$ 519,885	426,997	1,313
Space heating	10,454,331	9,882,571	9,400
Other			
Total Account 480	10,974,216	10,309,568	10,713
Commercial and Industrial (481)			
Commercial - Non-space heating	\$ 1,082,006	1,184,579	100
Commercial - Space heating	3,961,798	4,216,069	989
Commercial - Interruptible	1,066,685	1,566,152	11
Industrial - Space heating	402,455	450,294	40
Industrial - Non-space heating	919,031	1,142,273	22
Industrial - Interruptible	1,306,363	1,918,058	9
Total Account 481	8,738,338	10,477,425	1,171
Sales for Resale (483)			
Interdepartmental (484)			
Firm	\$ 43,345	49,520	4
Interruptible			
Other			
Total Account 484	43,345	49,520	4
Total Sales of Gas	19,755,899	20,836,513	11,888
Other Operating Revenues			
Transportation (489)			
Commercial - Non-space heating			
Industrial - Non-space heating			
Other			
Total Account 489	-	-	-
Total Throughput	19,755,899	20,836,513	
Forfeited Discounts (487)	\$ 68,731		
Miscellaneous Service Revenues (488)			
Connection and Reconnection Charges	\$ 12,882		
Total Account 488	12,882		
Rent from Property (493)			
Total Account 493	-		
Other Gas Revenues (495)			
Sales Tax Discount	\$ 3,053		
Fiber Optic Lease	\$ 2,520		
Other	\$ 39,196		
Total Account 495	44,769		
Penalty Revenues (497)			
Utility Incentive Revenues (498)	\$ -		
Total Other Operating Revenues	126,382		
Total Wisconsin Operating Revenues	19,882,281	20,836,513	11,888

May not cross-check due to rounding

GAS OPERATION AND MAINTENANCE EXPENSES

Particulars (a)	Total Amount (b)	Labor Expense (c)	Other Expense (d)
MANUFACTURED GAS PRODUCTION EXPENSES			
(List applicable prescribed accounts)			
Operation - Superv & Eng (710)			
Operation - Liquefied Petroleum (717)			
Operation - Liquefied Petroleum Gas (728)			
Operation Misc Prod Expense (735)	8,463	8,458	5
Maint - Superv & Eng (740)			
Maint - Structures and Improvements (741)			
Maint - Prod Equip (742)			
Total manufactured gas production expenses	\$8,463	\$8,458	\$5

May not cross-check due to rounding

GAS OPERATION AND MAINTENANCE EXPENSES (Cont.)

Particulars (a)	Total Amount (b)	Labor Expense (c)	Other Expense (d)
PURCHASED GAS EXPENSES			
Natural gas city gate purchases (804)	14,352,089	114,451	14,237,638
Other gas purchases (805)			
Purchased gas expenses (807)			
Gas withdrawn from stor.--Debit (808.1)			
Gas delivered to stor.--Credit (808.2)			
Gas used for other ut. op.--Cr. (812)			
Other gas supply expenses (813)			0
Total purchased gas expenses	\$14,352,089	\$114,451	\$14,237,638
STORAGE EXPENSES			
Operation supervision and eng. (840)			
Operation labor and expenses (841)			
Rents (842)			
Fuel (842.1)			
Power (842.2)			
Gas losses (842.3)			
Maint. supervision and eng. (843.1)			
Maint. of struct. & improv. (843.2)			
Maintenance of gas holders (843.3)			
Maint. of purification equip. (843.4)			
Maint. of liquefaction equip. (843.5)			
Maint. of vapor. equip. & other (843.6-843.9)			
Total storage expenses			
TRANSMISSION EXPENSES			
Operation supervision and eng. (850)			
Sys. control & load dispatching (851)			
Communications system expenses (852)			
Compressor stat. labor & expen. (853)			
Gas for compressor station fuel (854)			
Other fuel & power for com. sta. (855)			
Mains expenses (856)			
Measuring & reg. stat. expenses (857)			
Trans. & comp. of gas by others (858)			
Other expenses (859)			
Rents (860)			
Maint. supervision & engineer. (861)			
Maint. of struct. & improv. (862)			
Maintenance of mains (863)			
Maint. of compr. stat. equip. (864)			
Maint. of meas. & reg. st. eq. (865)			
Maint. of communication equip. (866)			
Maintenance of other equipment (867)			
Total transmission expenses			
DISTRIBUTION EXPENSES			
Operation supervision & engin. (870)	191,536	185,904	5,632
Distribution load dispatching (871)	51,450	51,450	0
Compressor stat. labor & expen. (872)			
Compressor station fuel & power (873)			
Mains and services expenses (874)	62,345	62,133	212
Meas. & reg. stat. expen.--Gen. (875)			
Meas. & reg. stat. expen.--Ind. (876)			
Subtotal--dist. exp.--carried forward	\$305,331	\$299,487	\$5,844

May not cross-check due to rounding

DETAIL OF NATURAL GAS CITY GATE PURCHASES, ACCOUNT 804

Particulars (a)	Total Amount (b)	Labor Expense (c)	Other Expense (d)	
PURCHASED GAS EXPENSES				
Wages and Salaries (804.11)	114,451	114,451	-	
Supplies and Expenses (804.12)	24,916	-	24,916	
Miscellaneous Purchased Gas Expenses (804.13)	-	-	-	
Gas Contract Reservation Fees (804.21)	1,190,595	-	1,190,595	
Gas Contract Commodity Costs (804.22)	10,935,513	-	10,935,513	
Spot Gas Commodity Costs (804.23)	1,773,366	-	1,773,366	
Other Gas Purchases (804.24)	(86,898)	-	(86,898)	
Gas Surcharges (804.25)	-	-	-	
Financial Instruments Expenses (804.26)	-	-	-	
Gas Purchase Miscellaneous Expenses (804.27)	-	-	-	
Gas Costs for Opportunity Sales (804.28)	-	-	-	
Purchased Gas Sold - Credit (804.32)	-	-	-	
Gas Commodity Costs Transferred to Storage - Credit (804.33)	1,513,396	-	1,513,396	
Gas Used in Utility Operations - Credit (804.34)	-	-	-	
Gas Used for Transmission Pumping and Compression - Credit (804.35)	-	-	-	
Total Purchased Gas Expenses	12,438,548	114,451	12,324,097	
TRANSMISSION EXPENSES				
Transmission Contract Reservation Fees (804.41)	216,586	-	216,586	
Commodity Transmission Fees (804.42)	78,551	-	78,551	
Gas Transmission Surcharges (804.43)	17,258	-	17,258	
Gas Transmission Fuel Expenses (804.44)	-	-	-	
No-Notice Service Expenses (804.45)	901	-	901	
Other Transmission Fees and Expenses (804.46)	-	-	-	
Miscellaneous Transmission Expenses (804.48)	-	-	-	
Penalties, Unauthorized Use and Overrun, Utility (804.49)	-	-	-	
Penalties, Unauthorized Use and Overrun, End-User (804.51)	-	-	-	
Transmission Services Sold - Credit (804.52)	-	-	-	
Gas Transmission Expenses Transferred to Storage - Credit (804.53)	-	-	-	
Gas Transmission Expenses Used in Utility Operations - Credit (804.54)	-	-	-	
Gas Transmission Costs for Opportunity Sales (804.55)	-	-	-	
Total Transmission Expenses	313,297	-	313,297	
STORAGE EXPENSES				
Storage Reservation Fees (804.61)	180,044	-	180,044	
Stored Gas Costs for System Use (804.62)	1,420,201	-	1,420,201	
Stored Penalties (804.63)	-	-	-	
Stored Gas Costs for Opportunity Sales (804.64)	-	-	-	
Storage Capacity Released or Sold - Credit (804.72)	-	-	-	
Storage Capacity Released or Sold - Credit (804.72)	-	-	-	
Stored Gas Sold - Credit (804.73)	-	-	-	
Total Storage Expenses	1,600,245	-	1,600,245	
Total Expenses - Account 804	14,352,089	114,451	14,237,638	

GAS OPERATION AND MAINTENANCE EXPENSES (Cont.)

Particulars (a)	Total Amount (b)	Labor Expense (c)	Other Expense (d)
dist. exp. (Amount brought forward)	\$305,331	\$299,487	\$5,844
Meas. & reg. sta. ex.-City gate (877)			
Meter & house regulator expenses (878) need all O&M	45,345	32,398	12,947
Customer installations expenses (879)			
Other expenses (880)	519,915	357,081	162,834
Rents (881)			
Maint. supervision & eng. (885)			
Maint. of struct. & improv. (886)			
Maintenance of mains (887)	65,438	17,328	48,110
Maint. of compres. stat. equip. (888)			
Maint. of meas. & reg. st. eq.-Gen. (889)			
Maint. of meas. & reg. st. eq.-In. (890)			
Maint. of meas. & reg. st. eq.-City (891)			
Maintenance of services (892)	254,905	135,410	119,495
Maint. of meters and house reg. (893)	73,333	49,859	23,474
Maintenance of other equipment (894)			
Total distribution expenses	\$1,264,267	\$891,563	\$372,704
CUSTOMER ACCOUNTS EXPENSES			
Supervision (901)	10,557	10,557	0
Meter reading expenses (902)	57,354	48,208	9,146
Customer records & collect. exp. (903)	124,004	95,011	28,993
Uncollectible accounts (904)	109,270	0	109,270
Miscell. customer accts. expen. (905)	8,236	8,236	0
Total customer accts. expenses	\$309,421	\$162,012	\$147,409
CUSTOMER SERVICE EXPENSES			
Supervision (907)			
Customer assistance expenses (908)	111,353	70,901	40,452
Informational advertising expenses (909)	3,876	0	3,876
Miscell. customer accts. expen. (910)	485,454	0	485,454
Total customer service expenses	\$600,683	\$70,901	\$529,782
SALES PROMOTION EXPENSES			
Supervision (911)			
Demonstrating & selling expenses (912)			
Advertising expenses (913)	13,939	0	13,939
Miscell. sales expenses (916)			
Total sales promotion expenses	\$13,939	\$0	\$13,939
ADMINISTRATIVE AND GENERAL EXPENSES			
Administrative and general salaries (920)	411,789	411,789	
Office supplies and expenses (921)	109,939		109,939
Admin. expenses transferred--(cr.) (922)	(58,520)		(58,520)
Outside services employed (923)	381,565		381,565
Property insurance (924)	16,288		16,288
Injuries and damages (925)	146,588		146,588
Employee pensions and benefits (926)	516,644		516,644
Regulatory commission expenses (928)	33,695	17,019	16,676
Duplicate charges--cr. (929)			
Instit. or goodwill advert. (930.1)	9,659		9,659
Miscellaneous general expense (930.2)	14,912		14,912
Research & Development (930.3)			
Rents (931)			
Maintenance of general plant (935)			
Total administ. & gen. expenses	\$1,582,559	\$428,808	\$1,153,751
Total gas operat. & maint. expenses	\$18,131,421	\$1,676,193	\$16,455,228

May not cross-check due to rounding

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Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year of Report Dec. 31, 2004
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GAS PLANT IN SERVICE (Accounts 101, 102, 103, and 106)

1. Report below the original cost of gas plant in service according to the prescribed accounts.
2. In addition to Account 101, Gas Plant in Service (Classified), this page and the next include Account 102, Gas Plant Purchased or Sold; Account 103, Experimental Gas Plant Unclassified; and Account 106, Completed Construction Not Classified-Gas.
3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.
4. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.
5. Classify Account 106 according to prescribed accounts,

on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d) reversals of tentative distributions or prior year of unclassified retirements. Attach supplemental statement showing the account distributions of these tentative classifications in columns (c) and (d), including the reversals.

Line No.	Account (a)	Balance at Beginning of Year (b)	Additions (c)
1	1. Intangible Plant		
2	301 Organization	625	
3	302 Franchises and Consents		
4	303 Miscellaneous Intangible Plant	12,704	
5	TOTAL Intangible Plant	13,329	
6	2. Manufactured Gas Production Plant		
7	304 Land and Land Rights		
8	305 Structures and Improvements		
9	306 Boiler Plant Equipment		
10	307 Other Power Equipment		
11	308 Coke Ovens		
12	309 Producer Gas Equipment		
13	310 Water Gas Generating Equipment		
14	311 Liquefied Petroleum Gas Equipment		
15	312 Oil Gas Generating Equipment		
16	313 Generating Equipment - Other Processes		
17	314 Coal, Coke and Ash Handling Equipment		
18	315 Catalytic Cracking Equipment		
19	316 Other Reforming Equipment		
20	317 Purification Equipment		
21	318 Residual Refining Equipment		
22	319 Gas Mixing Equipment		
23	320 Other Equipment		
24	TOTAL Manufactured Gas Production Plant		
25	3. Other Storage Plant		
26	360 Land and Land Rights		
27	361 Structures and Improvements		
28	362 Gas Holders		
29	363 Purification Equipment		
30	363.1 Liquefaction Equipment		
31	363.2 Vaporizing Equipment		
32	363.3 Compressor Equipment		
33	363.4 Meas. and Reg. Equipment		
34	363.5 Other Equipment		
35	TOTAL Other Storage Plant		

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year of Report Dec. 31, 2004
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GAS PLANT IN SERVICE (Accounts 101, 102, 103, and 106)

of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.

6. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102. In showing the clearance of Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in

column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.

7. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirements of these pages.

8. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchaser, and date of transaction. If proposed journal entries have been filed with the Commission as required by the Uniform System of Accounts, give also date of such filing.

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
			625	301	1
				302	2
			12,704	303	3
					4
			13,329		5
					6
				304	7
				305	8
				306	9
				307	10
				308	11
				309	12
				310	13
				311	14
				312	15
				313	16
				314	17
				315	18
				316	19
				317	20
				318	21
				319	22
				320	23
					24
					25
				360	26
				361	27
				362	28
				363	29
				363.1	30
				363.2	31
				363.3	32
				363.4	33
				363.5	34
					35

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year of Report Dec. 31, 2004
GAS PLANT IN SERVICE (Accounts 101, 102, 103, and 106) (Continued)				
Line No.	Account (a)	Balance at Beginning of Year (b)	Additions (c)	
36	4. Transmission Plant			
37	365.1 Land and Land Rights			
38	365.2 Rights-of-Way			
39	366 Structures and Improvements			
40	367 Mains	458,329	99,833	
41	368 Compressor Station Equipment			
42	369 Measuring and Reg. Sta. Equipment	252,607	393,444	
43	370 Communication Equipment	6,889		
44	371 Other Equipment			
45	TOTAL Transmission Plant	717,825	493,277	
46	5. Distribution Plant			
47	374 Land and Land Rights	2,955		
48	375 Structures and Improvements	39,037	33,560	
49	376 Mains	8,933,285	165,189	
50	377 Compressor Station Equipment			
51	378 Meas. and Reg. Sta. Equip.-General	485,471	21,775	
52	379 Meas. and Reg. Sta. Equip.-City Gate	192,229		
53	380 Services	4,412,081	165,955	
54	381 Meters	1,591,127	95,266	
55	382 Meter Installations			
56	383 House Regulators	913,049	21,406	
57	384 House Reg. Installations			
58	385 Industrial Meas. and Reg. Sta. Equipment	138,763	22,275	
59	386 Other Prop. on Customers' Premises			
60	387 Other Equipment			
61	TOTAL Distribution Plant	16,707,997	525,426	
62	6. General Plant			
63	389 Land and Land Rights	1,280		
64	390 Structures and Improvements			
65	391 Office Furniture and Equipment	17,615		
66	392 Transportation Equipment			
67	393 Stores Equipment			
68	394 Tools, Shop, and Garage Equipment	111,921	23,287	
69	395 Laboratory Equipment	149,258		
70	396 Power Operated Equipment			
71	397 Communication Equipment	30,339	27,402	
72	398 Miscellaneous Equipment			
73	Subtotal	310,413	50,689	
74	399 Other Tangible Property			
75	TOTAL General Plant	310,413	50,689	
76	TOTAL (Accounts 101 and 106)	17,749,564	1,069,392	
77	Gas Plant Purchased (See Instr. 8)			
78	(Less) Gas Plant Sold (See Instr. 8)			
79	Experimental Gas Plant Unclassified			
80	TOTAL Gas Plant in Service	17,749,564	1,069,392	
81				

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year of Report Dec. 31, 2004	
GAS PLANT IN SERVICE (Accounts 101, 102, 103, and 106) (Continued)				
Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)	Line No.
				36
				37
		33,560	33,560	38
		164,194	722,356	39
				40
		22,275	668,326	41
		15,204	22,093	42
				43
				44
0	0	235,233	1,446,335	45
	1			46
1,106		(33,560)	2,956	47
		(164,194)	39,037	48
			8,933,174	49
				50
			507,246	51
10,851		(1)	192,229	52
20,309	(662)		4,567,184	53
			1,665,422	54
4,878				55
			929,577	56
		(22,275)		57
			138,763	58
				59
				60
37,144	(661)	(220,030)	16,975,588	61
				62
			1,280	67
				68
			17,615	69
				70
			135,208	71
			149,258	72
	19,243			73
			76,984	74
			398	75
0	19,243	0	380,345	76
				77
0	19,243	0	380,345	78
37,144	18,582	15,203	18,815,597	79
				80
				81
				82
37,144	18,582	15,203	18,815,597	83

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) [x] An Original (2) [] A Resubmission		Date of Report (Mo, Da, Yr)		Year of Report Dec. 31, 2004	
ACCUM. PROVISION FOR DEPREC OF GAS PLANT IN SERVICE (108)							
Line No.	Account (a)	Balance first of Year (b)	S.L. Depr Rate % used (c)	Accruals during year		Book cost of plant retired (f)	
				Straight line amount (d)	Other depreciation (e)		
1							
2							
3							
4	303 Miscellaneous Intangible Plant	1,270	25.00				
5							
6	TOTAL Intangible Plant	1,270		0	0	0	
7							
8	2. Manufactured Gas Production Plant						
9							
10	305 Structures and Improvements						
11	306 Boiler Plant Equipment						
12	307 Other Power Equipment						
13	308 Coke Ovens						
14	309 Producer Gas Equipment						
15	310 Water Gas Generating Equipment						
16	311 Liquefied Petroleum Gas Equipment						
17	312 Oil Gas Generating Equipment						
18	313 Generating Equipment - Other Processes						
19	314 Coal, Coke and Ash Handling Equipment						
20	315 Catalytic Cracking Equipment						
21	316 Other Reforming Equipment						
22	317 Purification Equipment						
23	318 Residual Refining Equipment						
24	319 Gas Mixing Equipment						
25	320 Other Equipment						
26							
27	TOTAL Manufactured Gas Production Plant	0		0	0	0	
28							
29	3. Other Storage Plant						
30							
31	361 Structures and Improvements						
32	362 Gas Holders						
33	363 Purification Equipment						
34	363.1 Liquefaction Equipment						
35	363.2 Vaporizing Equipment						
36	363.3 Compressor Equipment						
37	363.4 Meas. and Reg. Equipment						
38	363.5 Other Equipment						
39							
40	TOTAL Other Storage Plant						
41							
42	4. Transmission Plant						
43							
44							
45	366 Structures and Improvements	0	2	47			
46	367 Mains	18,338	2.74	16,175			
47	368 Compressor Station Equipment						
48	369 Measuring and Reg. Sta. Equipment	19,653	5.25	24,175			
49	370 Communication Equipment	851	8.33	1,207			
50	371 Other Equipment						
51							
52	TOTAL Transmission Plant	38,842		41,604	0	0	

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr)		Year of Report Dec. 31, 2004	
ACCUM. PROVISION FOR DEPREC OF GAS PLANT IN SERVICE (108)							
Cost of Removal (g)	Salvage (h)	Other additions (deductions) (i)	Balance end of Year (j)		(k)	(l)	Line No.
			1,270		Total deprec. exp. (cols. (d) and (e))	668,272	1
					Less amounts for General Plant		2
					Salvage - allocated amounts	0	3
0	0	0	1,270		Less amortization of pre-1990		4
					Contrib in Aid of Constr	19,164	5
							6
					Plus allocation of deprec. on common plant	49,058	7
				305	Plus adjustment from general plant	0	8
				306	Total gas depr. expense	698,166	9
				307			10
				308	Total balance (col (j))	8,925,052	11
				309			12
				310	Plus pre-1990 Contributions in Aid of Construction balance	19,240	13
				311			14
				312			15
				313			16
				314	Plus allocation of reserve on common plant	1,024,052	17
				315			18
				316			19
				317	Total depr. res. for gas util.	9,968,344	20
				318			21
				319			22
				320	Explanation of items in col. (i)		23
0	0	0	0				24
							25
							26
							27
							28
							29
				361			30
				362			31
				363			32
				363.1			33
				363.2			34
				363.3			35
				363.4			36
				363.5			37
							38
							39
							40
							41
							42
							43
		1,114	1,161	366	Line 45, acct 366 - transfer from acct 375		44
		10,346	44,859	367	Line 46, acct 367 - transfer from acct 376		45
				368			46
		1,062	44,890	369	Line 47, acct 369 - transfer from acct 385		47
		1,386	3,444	370	Line 48, acct 370 - transfer from common acct 397		48
				371			49
0	0	13,908	94,354				50
							51
							52

Name of Respondent Superior Water, Light and Power Company		This Report Is: (1) [x] An Original (2) [] A Resubmission		Date of Report (Mo, Da, Yr)		Year of Report Dec. 31, 2004	
ACCUM. PROVISION FOR DEPREC OF GAS PLANT IN SERVICE (cont.)							
Line No.	Account (a)	Balance first of Year (b)	S.L. Depr Rate % used (c)	Accruals during year		Book cost of plant retired (f)	
				Straight line amount (d)	Other depreciation (e)		
53	5. Distribution Plant						
54							
55	375 Structures and Improvements	3,749	1.67	652		0	
56	376 Mains	4,000,021	2.74	244,770		1,106	
57	377 Compressor Station Equipment					0	
58	378 Meas. and Reg. Sta. Equip.-General	220,234	5.25	26,059		0	
59	379 Meas. and Reg. Sta. Equip.-City Gate	61,892	5.00	9,611		0	
60	380 Services	2,730,846	4.71	211,561		10,851	
61	381 Meters	730,188	5.00	81,397		20,309	
62	382 Meter Installations					0	
63	383 House Regulators	346,472	3.33	30,680		4,878	
64	384 House Reg. Installations					0	
65	385 Industrial Meas. and Reg. Sta. Equipment	58,705	3.03	4,205		0	
66	386 Other Prop. on Customers' Premises					0	
67	387 Other Equipment					0	
68							
69	TOTAL Distribution Plant	8,152,107		608,935	0	37,144	
70							
71	6. General Plant						
72							
73	390 Structures and Improvements					0	
74	391 Office Furniture and Equipment	10,571	5.00	880		0	
75	391.2 Computer Equipment					0	
76	393 Stores Equipment					0	
77	394 Tools, Shop, and Garage Equipment	24,109	4.00	4,942		0	
78	395 Laboratory Equipment	88,069	4.00	5,971		0	
79	396 Power Operated Equipment					0	
80	397 Communication Equipment	1,999		5,940		0	
81	398 Miscellaneous Equipment						
82							
83	Subtotal	124,748		17,733	0	0	
84							
85	399 Other Tangible Property						
86							
87	TOTAL General Plant	124,748		17,733	0	0	
88							
89	TOTAL (Accounts 101 and 106)	8,316,967		668,272	0	37,144	
90							
91	Gas Plant Purchased (See Instr. 8)						
92							
93	(Less) Gas Plant Sold (See Instr. 8)						
94							
95	Experimental Gas Plant Unclassified						
96							
97	TOTAL Gas Plant in Service	8,316,967		668,272	0	37,144	

GAS STORED (ACCOUNTS 117, 164.1, 164.2, and 164.3)

1. If during the year, adjustment was made to the stored gas inventory (such as to correct cumulative inaccuracies of gas measurements), furnish in a footnote an explanation of the reason for the adjustment, the MCF and dollar amount of adjustment, and account charged or credited.

2. Give in a footnote, a concise statement of the facts and the accounting performed with respect to any encroachment of withdrawals during the year, or restoration of previous encroachment, upon native gas constituting the "gas cushion" of any storage reservoir.

3. If the company uses a "base stock" in connection with its inventory accounting, give a concise statement of the basis of establishing such "base stock" and the inventory basis and the accounting performed with respect to any encroachment of withdrawals upon "base stock," or restoration of previous encroachment, including brief particulars of any such accounting during the year.

4. If the company has provided accumulated provision for stored gas, which may not eventually be fully recovered from any storage project, furnish a statement showing: (a) date of FERC authorization of such accumulated provision, (b) explanation of circumstances requiring such provision, (c) basis of provision and factors of calculation, (d) estimated ultimate accumulated provision accumulation, and (e) a summary showing balance of accumulated provision and entries during the year.

5. Report pressure base of gas volumes as 14.73 psia at 60 Degrees F. (See Note 1)

Line No.	Description (a)	Noncurrent (Account 117) (b)	Current (Account 164.1) (c)	LNG (Account 164.2) (d)	LNG (Account 164.3) (e)	Total (f)	
1	Balance at Beginning of Year	.	\$1,087,876	.	.	\$1,087,876	1
2	Gas Delivered to Storage	.	1,508,560	.	.	1,508,560	2
3	Gas Withdrawn from Storage (contra Account)	.	(1,420,201)	.	.	(1,420,201)	3
4	Other Debits or Credits (Net)	.	4,836	.	.	4,836	4
5	Balance at End of Year	.	1,181,071	.	.	1,181,071	5
6	Therms	.	1,992,260	.	.	1,992,260	6
7	Amount Per Therm	.	0.5928	.	.	0.5928	7
8							8

DETAIL OF STORED GAS, ACCOUNT 164.1

The instructions for page 220 also apply to this schedule. Subaccounts shown below conform with the changes to the Uniform System of Accounts adopted by the Public Service Commission in docket 05-US-112, order issued January 17, 2001. Column (i) is the sum of the dollar amounts in the subaccounts and should agree with the amounts reported for Account 164.1 on page 220.

Line No.	Description (a)	Commodity Storage Fees Account 164.11 (b)	Commodity Injection Fees Account 164.12 (c)	Other Storage Fees Account 164.14 (d)	Stored Gas Withdrawn or Forfeited - Credit Account 164.16 (e)
1	Balance at Beginning of Year	-	3,284		(230,922)
2	Gas Delivered to Storage				
3	Gas Withdrawn from Storage				(1,420,201)
4	Other Debits or Credits (Net)	0	1,551		1,318,798
5	Balance at End of Year	\$ -	\$ 4,836	\$ -	(332,325)
6	Therms				
7	Amount Per Therm				

Line No.	Description (f)	Gas Commodity Costs Transferred to Storage - Debit Account 164.33 (g)	Gas Transmission Expenses Transferred to Storage - Debit Account 164.53 (h)	Total Account 164.1 (i)
8	Balance at Beginning of Year	1,315,514		1,087,876
9	Gas Delivered to Storage	1,508,560		1,508,560
10	Gas Withdrawn from Storage			(1,420,201)
11	Other Debits or Credits (Net)	(1,315,514)		4,836
12	Balance at End of Year	\$ 1,508,560	\$ -	\$1,181,071
13	Therms	1,992,260		1,992,260
14	Amount Per Therm			\$0.5928

SUMMARY OF GAS ACCOUNT

Report below the specified information for each operating area constituting a separate gas system.			
Particulars (a)	Total all systems therms (b)	System therms (c)	System therms (d)
System Name			
Gas produced (gross):			
Propane - air	0		
Other gas			
Total gas produced	0		
Gas purchased:			
Natural	21,275,470		
Net Imbalance & Fuel	(516,150)		
Total gas purchased	20,759,320		
Add: Gas withdrawn from storage	2,648,350		
Less: Gas delivered to storage	2,557,180		
Total (lines 14 + 18 + 19 - 20)	20,850,490		
Transport gas received			
Total gas del. to mains (lines 21 + 22)	20,850,490		
Gas sold (incl. interdepartmental)	20,836,513		
Gas used by utility			
Transport gas delivered			
Total (lines 24 + 25 + 26)	20,836,513		
Gas unaccounted for (lines 23 - 27)	13,977		

SUMMARY OF SYSTEM LOAD STATISTICS

Report below the data specified for each operating area constituting a separate gas system.			
Particulars (a)	Total all systems therms (b)	System therms (c)	System therms (d)
System Name			
Maximum send-out in any one day	162,960		
Date of such maximum	12/23/04		
Maximum daily capacity:			
Total manufactured-gas production capacity	N/A		
Liquefied natural gas storage capacity			
Maximum daily purchase capacity			
Total maximum daily capacity: production liquefied natural gas storage, and purchases			
Monthly send-out: January	3,807,540		
February	2,719,610		
March	2,239,380		
April	1,700,460		
May	1,356,620		
June	744,800		
July	556,810		
August	570,530		
September	602,390		
October	1,288,160		
November	1,975,640		
December	3,288,550		
Total send-out	20,850,490		

May not cross-check due to rounding.

PURCHASED GAS

Report below the specified information for each point of metering.

Particulars (a)	Total (b)	(c)	(d)
Name of vendor	#1		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	2,215,040		
Total cost of gas purchased	\$ 1,319,810		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.5958		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			
Name of vendor	#2		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	11,824,240		
Total cost of gas purchased	\$ 7,004,511		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.5924		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			
Name of vendor	#3		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	5,117,160		
Total cost of gas purchased	\$ 2,885,828		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.5640		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			

May not cross-check due to rounding.

PURCHASED GAS

Report below the specified information for each point of metering.

Particulars (a)	Total (b)	(c)	(d)
Name of vendor	#4		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	922,570		
Total cost of gas purchased	\$ 571,373		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.6193		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			
Name of vendor	#5		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	1,063,480		
Total cost of gas purchased	\$ 606,802		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.5706		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			
Name of vendor	#6		
Point of metering	City Limits Gate Station		
Type of gas purchased	Firm Transportation		
Therms of gas purchased per pipeline rate schedules:	132,980		
Total cost of gas purchased	\$ 104,441		
Average cost per therm of gas purchased per pipeline rate schedules:	\$ 0.7854		
Maximum therms purchased in any one day			
Date of such maximum purchase (da/mo/yr)			
Average B.t.u. content per cu. ft. of gas			

May not cross-check due to rounding.

PURCHASED GAS

Report below the specified information for each point of metering.

(e)	(f)	(g)	(h)	(i)	(j)
Point of metering			City Limits Gate Station		
Type of gas purchased			Natural, pipeline, firm, interruptible includes 431		
Maximum therms purchased in any one day			16,400 MMBTU		
Date of such maximum purchase			1/28/2004		
Average BTU content per cu ft of gas					
Total Demand Cost			\$ 1,535,040		
Total Company:					
Demand Costs Expended:					
D1	\$	873,663			
D2		661,377			
Gas Commodity Costs		12,598,230			
Other Fees, Transportation, and Net Storage Costs	\$	79,452			
Total purchased gas costs		14,212,722			
Total therms purchased		21,275,470			
Net Imbalance & Fuel		(516,150)			
Delivered to Storage		(2,557,180)			
Withdrawn from Storage		<u>2,648,350</u>			
Received from Pipeline		<u>20,850,490</u>			
Storage Gas Purchased					
Therms		2,557,180			
Bundled Commodity Costs		1,508,560			
Average Cost per therm		0.5899			

May not cross-check due to rounding.

GAS MAINS CLASSIFIED BY TYPES AND SIZES

Classification (a)	Wisconsin		Other		Total	
	No. of feet beg. of year (b)	No. of feet end of year (c)	No. of feet beg. of year (d)	No. of feet end of year (e)	No. of feet beg. of year (f)	No. of feet end of year (g)
Cast Iron:						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Total						
Steel:						
Under 2 Inches	12,030	14,267			12,030	14,267
2 Inches	183,173	187,776			183,173	187,776
3 Inches	2,907	3,107			2,907	3,107
4 Inches	140,888	143,447			140,888	143,447
6 Inches	83,131	68,574			83,131	68,574
8 Inches	2,305	2,305			2,305	2,305
10 Inches	26,417	27,256			26,417	27,256
12 Inches	34,740	34,806			34,740	34,806
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Total	485,591	481,538			485,591	481,538
Plastic:						
3/4 Inches	22,937	24,764			22,937	24,764
1 Inches	155	182			155	182
1 1/4 Inches	37,159	37,140			37,159	37,140
2 Inches	639,372	640,375			639,372	640,375
3 Inches	63,042	63,207			63,042	63,207
4 Inches	161,848	159,429			161,848	159,429
6 Inches	39,956	54,271			39,956	54,271
12 Inches	4,912	4,912			4,912	4,912
Inches						
Total	969,381	984,280			969,381	984,280
Other (specify):						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Inches						
Total						
Grand Total	1,454,972	1,465,818			1,454,972	1,465,818

May not cross-check due to rounding.

GAS METERS

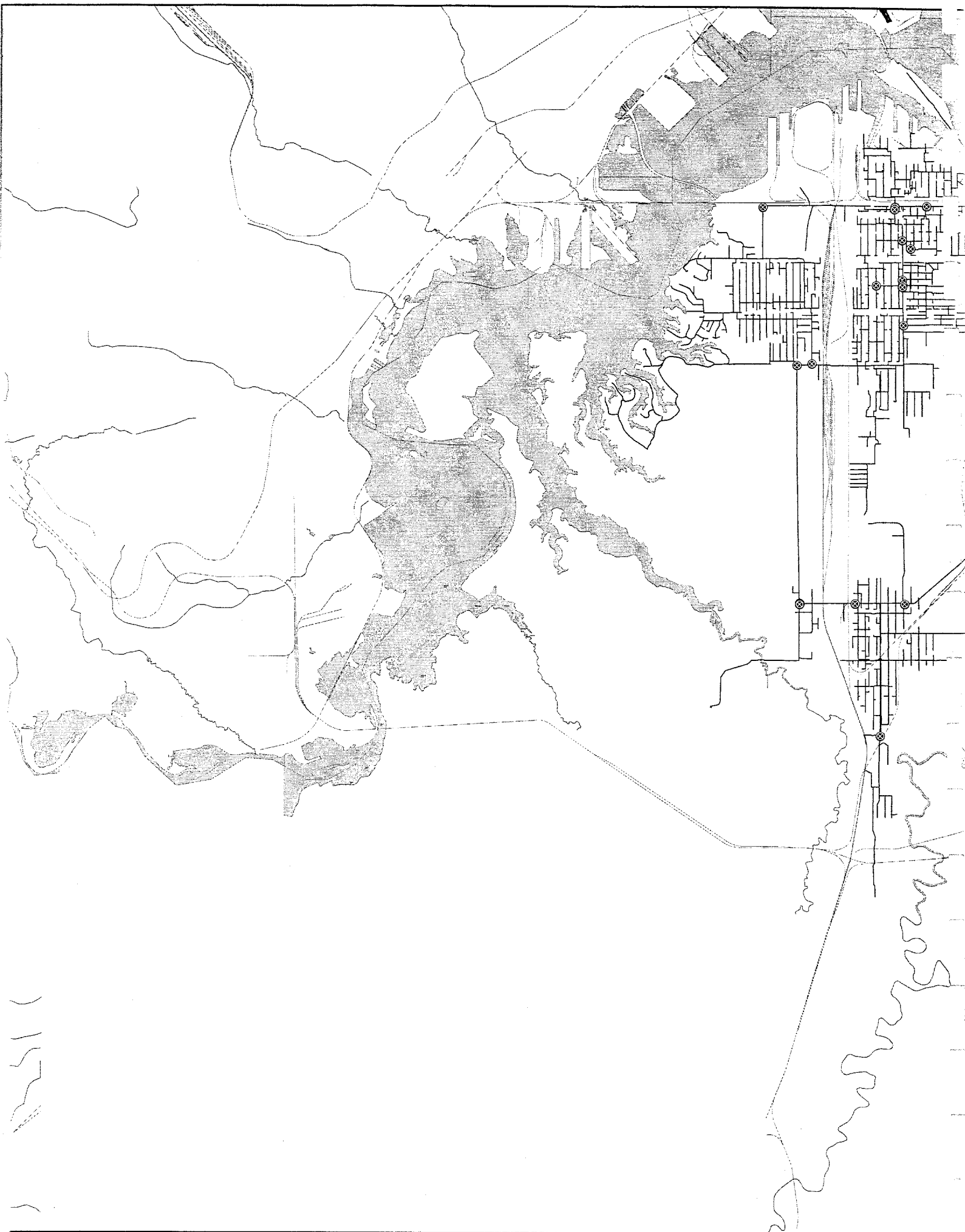
Number of meters should include only those carried in Utility Plant Account 381.

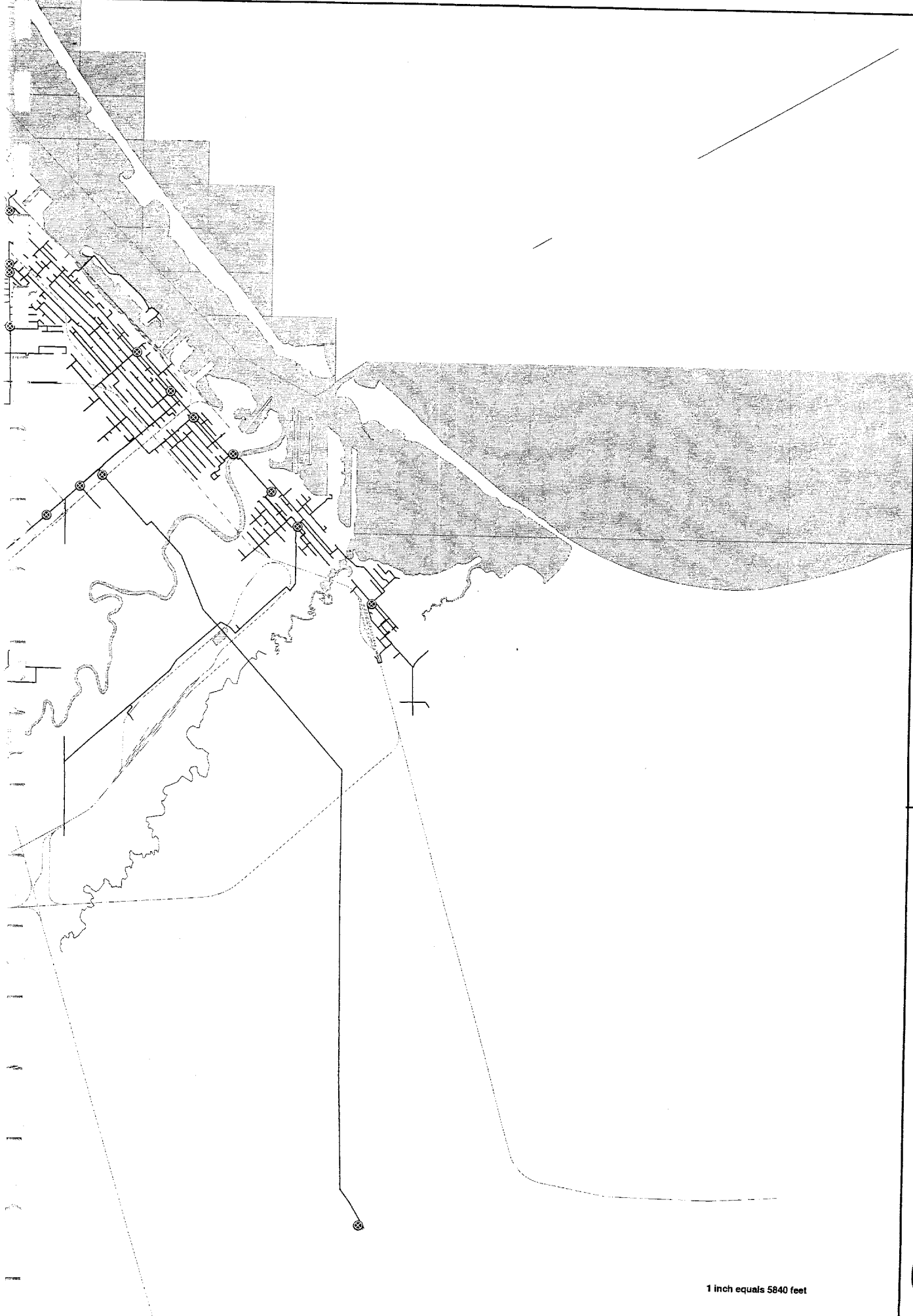
Particulars (a)	Number end of year (b)
Diaphragmed meters (capacity at 1/2-inch water column pressure drop):	
2,400 cu. ft. per hour or less	12,243
Over 2,400 cu. ft. per hour	0
Rotary meters	230
Orifice meters	
Total end of year	12,473
In stock	377
Locked meters on customer's premises	122
Regular meters in customer's use	11,970
Prepayment meters in customer's use	
Meters in company use, included in Account 381	4
Total end of year (as above)	12,473
No. of diaphragmed meters at end of year which compensate for temperature:	12,243
Number of house regulators installed at end of year	12,219

Attach to this sheet a map or maps of the territory served, showing location & company designation of points of purchase, production plants, large compressor stations and transmission lines. Show also the names of larger communities served and the boundaries of the utility's operating divisions.

Hirschman-Herfindahl Index

	Class	Schedules	HHI	Is the Utility the Provider With the Largest Market Share?
1.	Residential Firm	GR1	10,000	Yes
2.	Small Commercial / Industrial Firm	GC1	10,000	Yes
3.	Large Commercial / Industrial Firm	GL1	10,000	Yes
4.	Small Commercial / Industrial Interruptible	GI1	10,000	Yes
5.	Large Commercial / Industrial Interruptible	GI6 / CDR / PF1 / CSR	10,000	Yes
6.	All Commercial / Industrial	TSP	N/A	1/
7.				
8.	1/ Currently there are no customers on this rate.			
9.				
10.				
11.				
12.				
13.				
14.				





FACILITY MAP NO:

AREA OFFICE: SUPERIOR, WI

DATE REVISED: 1/20/2005

DATE ISSUED: 1/20/2005

CITY OF SUPERIOR AREA MAP

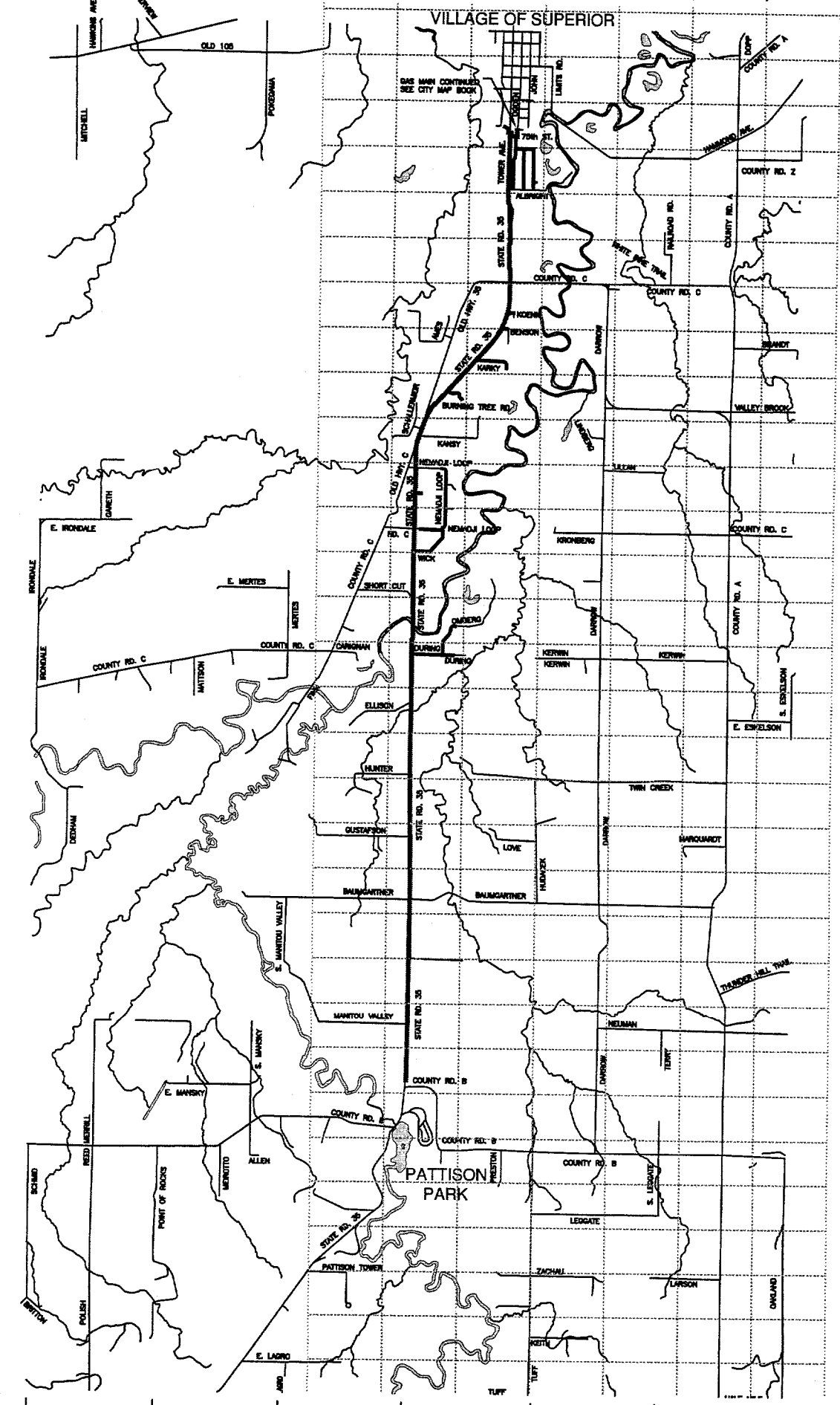


1 inch equals 5840 feet

E15 E16 E17 E18 E19 E20 E21

VILLAGE OF SUPERIOR

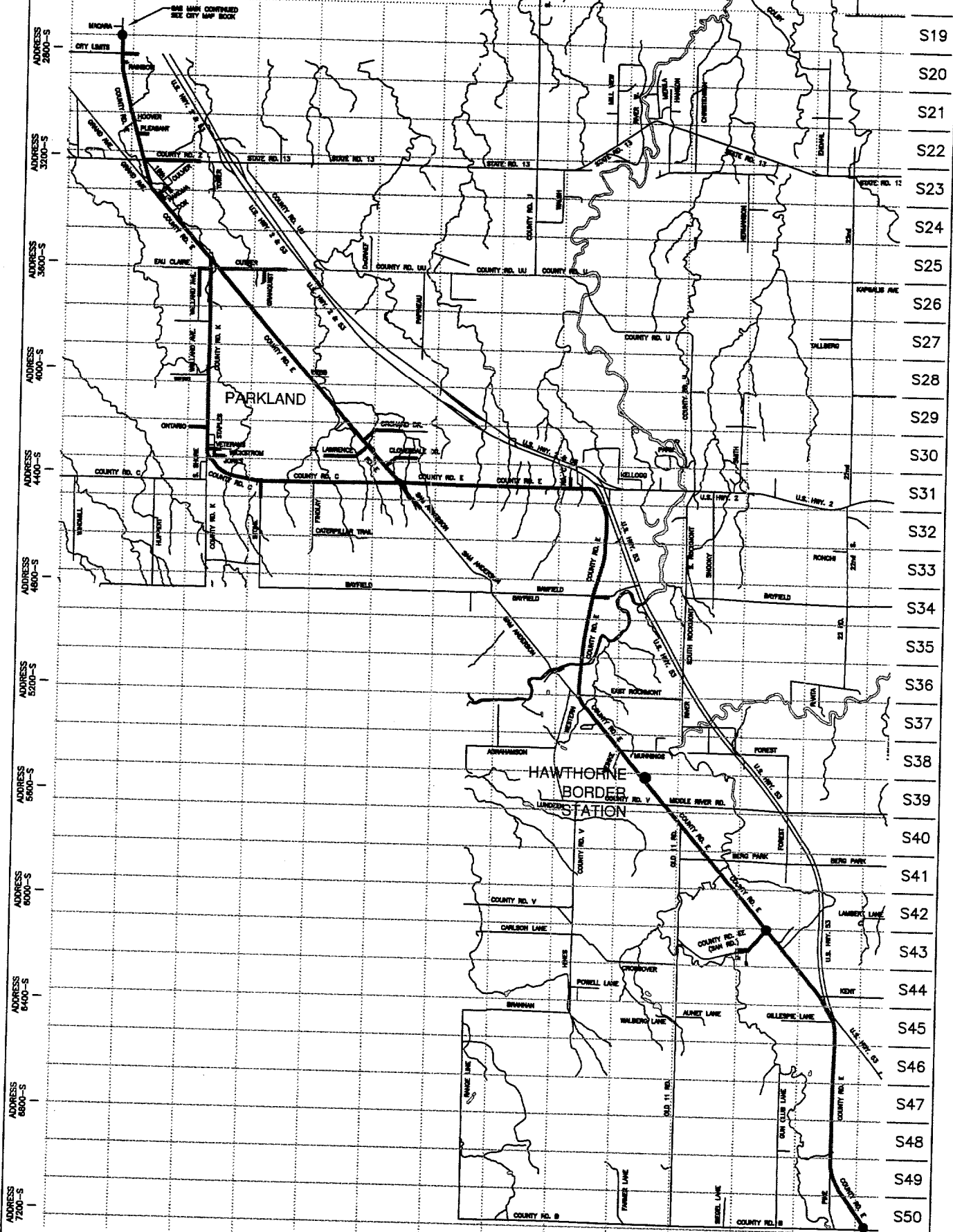
S20
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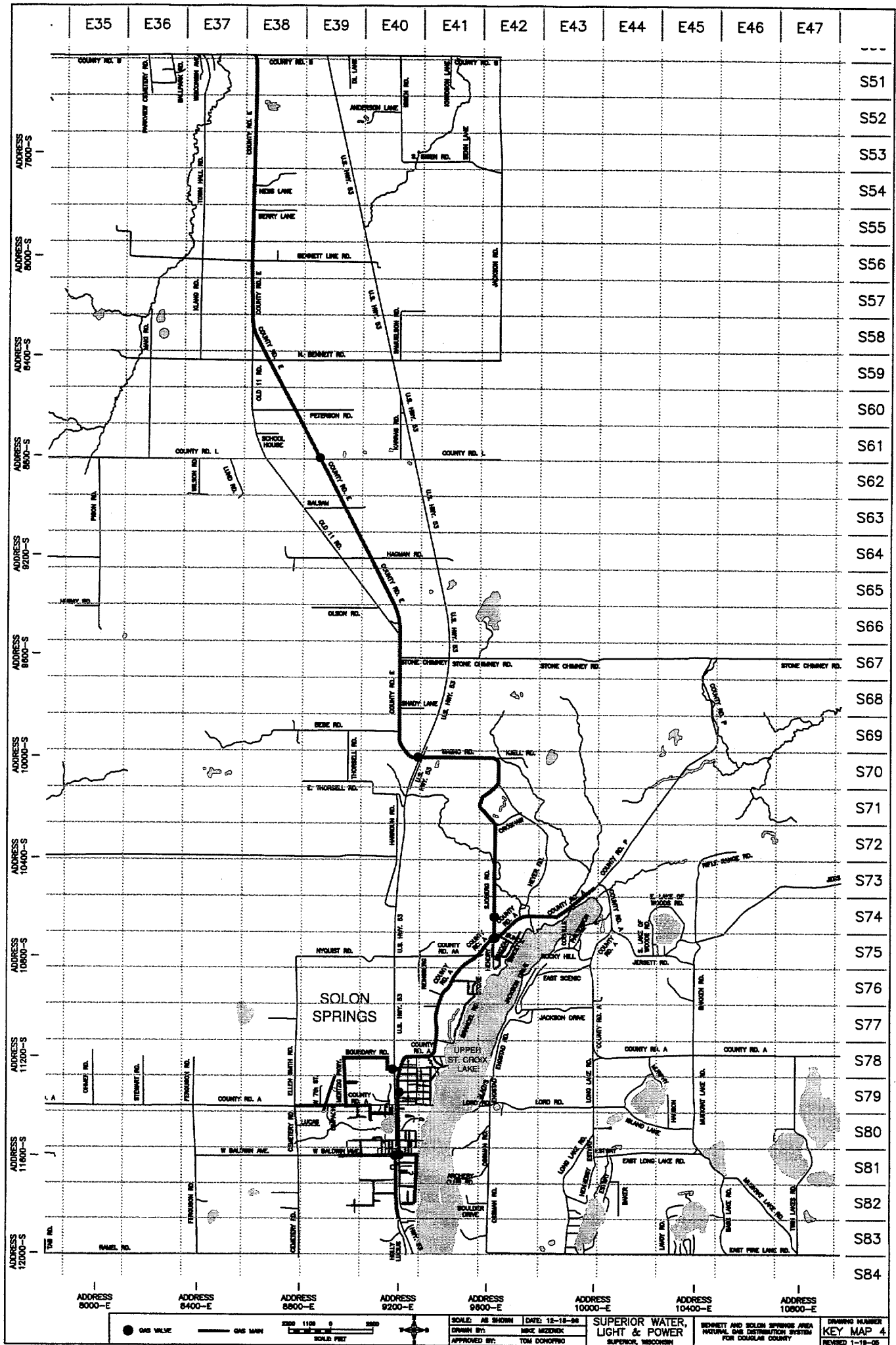


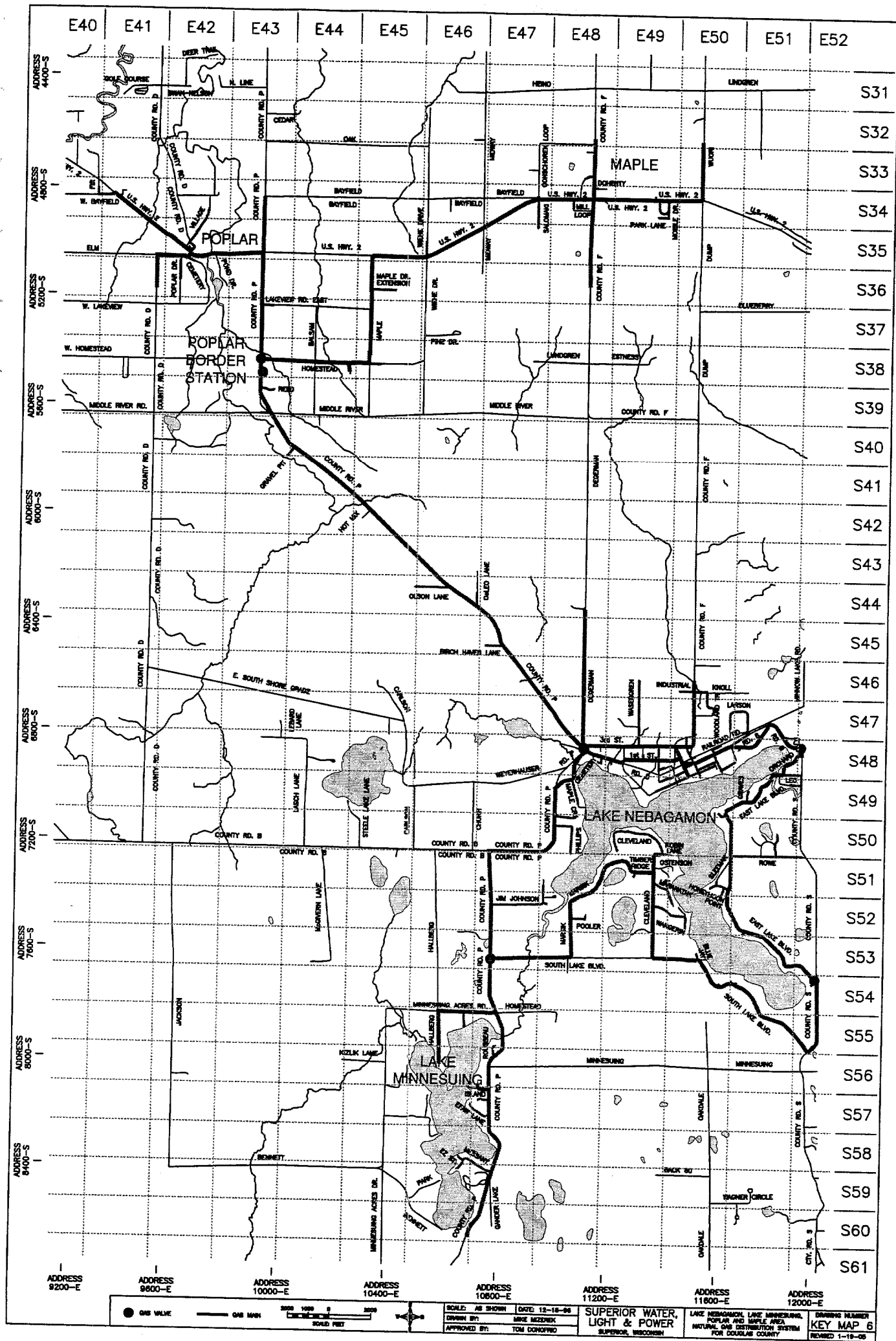
ADDRESS 2400-E ADDRESS 2800-E ADDRESS 3200-E ADDRESS 3600-E ADDRESS 4000-E ADDRESS 4400-E ADDRESS 4800-E

E25 E26 E27 E28 E29 E30 E31 E32 E33 E34 E35 E36 E37 E38

SUPERIOR







E58

E59

E60

S38

S39

S40

S41

S42

S43

S44

BRULE
BORDER
STATION

BIRCH AVE.

SPRUCE AVE.

NORWAY AVE.

CENTRAL AVE.

EVERGREEN LANE

BRULE VALLEY AVE.

3rd AVE.

3rd AVE.

2nd AVE.

1st AVE.

LAKE ST.

U.S. HWY. 2

U.S. HWY. 2

BRULE

STATE RD. 27

U.S. HWY. 2

RANGER RD.

DENNIS RD.

RANGER RD.

RANGER RD.

HATCHERY RD.

HATCHERY RD.

HATCHERY RD.

RANGER
STATIONADDRESS
13800-EADDRESS
14000-EADDRESS
5600-SADDRESS
6000-S

	SCALE: AS SHOWN	DATE: 12-1-67	SUPERIOR WATER, LIGHT & POWER SUPERIOR, WISCONSIN	BRULE AREA NATURAL GAS DISTRIBUTION SYSTEM FOR DOUGLASS COUNTY	DRAWING NUMBER KEY MAP 8 REVISED 12-3-63
	DRAWN BY: MIKE MEZDEK				
	APPROVED BY: TOM DONOFIO				

WATER OPERATING REVENUES AND EXPENSES (CLASS A&B)

Complete duplicate pages W-1 for each separate water system and for total. Where customers' meters record cubic feet, multiply cubic feet by 7.48 to obtain number of gallons. Report estimated gallons for unmetered sales. Sales to multiple dwelling buildings through a single meter serving 3 or more family units should be classified commercial.

Particulars (a)	Average Number of Customers (b)	Thousands of Gallons of Water Sold (c)	Amounts (d)
System Name			
OPERATING REVENUES			
Sales of Water			
Unmetered sales to general customers (460):			
Residential			
Commercial			
Industrial			
Total (460)			
Metered sales to general customers (461):			
Residential	9,204	428,891	2,813,818
Commercial	856	278,110	1,195,217
Industrial	58	248,604	753,020
Total (461)	10,118	955,605	4,762,055
Private fire-protection service (462)	59		46,558
Public fire-protection service (463)			947,091
Other sales to public authorities (464)	36	28,503	132,974
Sales to irrigation customers (465)			
Interdepartmental sales (467)	1	305	1,598
Total sales to ultimate consumers	10,214	984,413	5,890,276
Sales for resale (466)			
Total sales of water	10,214	984,413	5,890,276
Other Operating Revenues			
Forfeited discounts (470)			22,980
Miscellaneous service revenues (471)			19,908
Rents from water property (472)			
Interdepartmental rents (473)			
Other water revenues (474)			9,842
Total other operating revenues			52,730
Total operating revenues			5,943,006
Operating Expenses			
Source of supply expenses (600-617)			62,946
Pumping expenses (620-633)			235,973
Water treatment expenses (640-652)			478,796
Transmission and distribution expenses (660-678)			873,359
Customer accounts expenses (901-905)			199,118
Customer service expenses (907)			21,819
Sales promotion expenses (910)			
Administrative and general expenses (920-932)			881,739
Total operation and maintenance expenses			2,753,750
Depreciation expense (403)			697,383
Amortization expense (404-407)			9,392
Taxes other than income taxes (408.1)			505,710
Income taxes (409.1)			408,091
Investment tax credits, deferred (412.1)			73,795
Investment tax credits, restored (412.2)			(6,427)
Total operating expenses			4,441,694
Operating income			1,501,312

May not cross-check due to rounding.

OTHER OPERATING REVENUES

Complete duplicate pages for each separate water system.

Describe nature of miscellaneous revenues included in accounts 471, 472, 473, and 474, showing separate total for each account. Enter account number on total lines.

Particulars (a)	Acct. No. (b)	Amount (c)
System Name		
Revenue:		
Forfeited Discounts - Interest on Late Payments	470	22,980
Misc Service Revenues - Connection & Reconnection Chgs	471	19,908
Other Water Revenues	474	9,842
Total (471-474)		52,730

WATER OPERATION AND MAINTENANCE EXPENSES

Complete duplicate pages for each separate water system.

Particulars (a)	Amount (b)
System Name	
SOURCE OF SUPPLY EXPENSES	
Operation supervision & engineering (600)	52,243
Operation labor and expenses (601)	2,734
Purchased water (602)	
Miscellaneous expenses (603)	
Rents (604)	
Maintenance supervision and engineering (610)	2,335
Maintenance of structures and improvements (611)	5,634
Maintenance of collecting and impounding reservoirs (612)	
Maintenance of lake, river and other intakes (613)	
Maintenance of wells and springs (614)	
Maintenance of infiltration galleries and tunnels (615)	
Maintenance of supply mains (616)	
Maintenance of miscellaneous water source plant (617)	
Total source of supply expenses	62,946
PUMPING EXPENSES	
Operation supervision and engineering (620)	15,025
Fuel for power production (621)	
Power production labor and expenses (622)	
Fuel or power purchased for pumping (623)	144,419
Pumping labor and expenses (624)	43,284
Expenses transferred--credit (625)	
Miscellaneous expenses (626)	
Rents (627)	
Maintenance supervision and engineering (630)	
Maintenance of structures and improvements (631)	
Maintenance of power production equipment (632)	
Maintenance of pumping equipment (633)	33,245
Total pumping expenses	235,973

May not cross-check due to rounding.

WATER OPERATION AND MAINTENANCE EXPENSES (Cont.)

Particulars (a)	Amount (b)
System Name	
WATER TREATMENT EXPENSES	
Operation supervision and engineering (640)	15,025
Chemicals (641)	141,967
Operation labor and expenses (642)	256,715
Miscellaneous expenses (643)	
Rents (644)	
Maintenance supervision and engineering (650)	
Maintenance of structures and improvements (651)	
Maintenance of water treatment equipment (652)	65,089
Total water treatment expenses	478,796
TRANSMISSION AND DISTRIBUTION EXPENSES	
Operation supervision and engineering (660)	21,115
Storage facilities expenses (661)	
Transmission and distribution lines expenses (662)	226,371
Meter expenses (663)	48,353
Customer installations expenses (664)	921
Miscellaneous expenses (665)	121,235
Rents (666)	
Maintenance supervision and engineering (670)	
Maintenance of structures and improvements (671)	
Maintenance of distribution reservoirs and standpipes (672)	
Maintenance of transmission and distribution mains (673)	293,763
Maintenance of fire mains (674)	7,193
Maintenance of services (675)	97,310
Maintenance of meters (676)	15,132
Maintenance of hydrants (677)	41,966
Total transmission and distribution expenses	873,359
CUSTOMER ACCOUNTS EXPENSES	
Supervision (901)	8,514
Meter reading expenses (902)	50,185
Customer records and collection expenses (903)	101,992
Uncollectible accounts (904)	31,220
Miscellaneous customer accounts expenses (905)	7,207
Total customer accounts expenses	199,118
CUSTOMER SERVICE EXPENSES	
Customer service and information expenses (907)	21,819
SALES PROMOTION EXPENSES	
Sales promotion expenses (910)	-
ADMINISTRATION AND GENERAL EXPENSES	
Administrative and general salaries (920)	174,323
Office supplies and expenses (921)	62,268
Administrative expenses transferred--credit (922)	54,163
Outside services employed (923)	198,054
Property insurance (924)	7,897
Injuries and damages (925)	71,073
Employee pensions and benefits (926)	397,408
Regulatory commission expenses (928)	14,760
Duplicate charges--credit (929)	
Institutional or goodwill advertising expenses (930.1)	5,415
Miscellaneous general expenses (930.2)	4,704
Research and development expenses (930.3)	
Rents (931)	
Maintenance of general plant (935)	
Total administrative and general expenses	881,739
Total water operation and maintenance expenses	2,753,750

May not cross-check due to rounding.

WATER UTILITY PLANT IN SERVICE

Report in column (e) entries reclassifying property from one account to another.
Complete pages W-4, W-5, W-6, and W-7 for each separate water system and for total.

Accounts (a)	Balance at Beginning of Year (b)	Additions during Year (c)
System Name		
INTANGIBLE PLANT		
Organization (301)	1,250	
Franchises and consents (302)		
Miscellaneous intangible plant (303)		
Total intangible plant (301-303)	1,250	
SOURCE OF SUPPLY PLANT		
Land and land rights (310) 1/	4,935	
Structures and improvements (311)		
Coll. and impound. Reservoirs (312)	370,236	
Lake, river and other intakes (313) 2/	267,180	
Wells and springs (314) 3/	2,622,132	
Infiltration galleries and tunnels (315)		
Supply mains (316) 4/	2,128,319	
Other water source plant (317) (ARO)	8,467	
Total source of supply plant (310-317)	5,401,269	0
PUMPING PLANT		
Land and Land Rights (320)	6,237	
Structures and Improvements (321) 5/	612,561	
Boiler plant equipment (322)		
Other power production equipment (323)		
Steam pumping equipment (324)		
Electric pumping equipment (325) 6/	825,815	34,768
Diesel pumping equipment (326)		
Hydraulic pumping equipment (327)		
Other pumping equipment (328) 7/	1,468,305	1,618
Total pumping plant (320-328)	2,912,918	36,386
WATER TREATMENT PLANT		
Land and land rights (330)	101,588	
Structures and improvements (331)	2,355,019	4,590
Water treatment equipment (332) 8/	3,486,355	9,631
Total water treatment plant (330-332)	5,942,962	14,221

May not cross-check due to rounding.

WATER UTILITY PLANT IN SERVICE (Cont.)

Account Number (d)	Retirements during year (e)	Adjustments Increase or (Decrease) (f)	Balance at End of Year (g)	
301			1,250	
302				
303				
Total	0	0	1,250	
310		(1)	4,934	
311				
312			370,236	
313			267,180	
314			2,622,132	
315			2,128,319	
316			8,467	
317			5,401,268	
Total	0	(1)		
320			6,237	
321			612,561	
322				
323				
324				
325	20,000		840,583	
326				
327				
328				
Total	20,000	0	1,469,923	
			2,929,304	
330			101,588	
331			2,359,609	
332			3,495,986	
Total	0	0	5,957,183	

May not cross-check due to rounding.

WATER UTILITY PLANT IN SERVICE (Continued)

Accounts (a)	Balance at Beginning of Year (b)	Additions During Year (c)
TRANSMISSION AND DISTRIBUTION PLANT		
Land and land rights (340)	335	
Structures and improvements (341)		
Distribution reservoirs and standpipes (342)		
Transmission and distribution mains (343)	5,407,917	110,989
Fire mains (344)		
Services (345)	2,142,579	156,925
Meters (346)	1,199,797	
Meter installations (347)		
Hydrants (348)	1,246,006	117,585
Other transmission and distribution plant (349)		
Total trans. and distr. plant (340-349)	9,996,634	385,499
GENERAL PLANT		
Land and land rights (389)		
Structures and improvements (390)		
Office furniture and equipment (391)	31,455	21,843
Transportation equipment (392)		
Stores equipment (393)		
Tools, shop, and garage equipment (394)	132,484	14,008
Laboratory equipment (395)	80,062	
Power operated equipment (396)		
Communication equipment (397)	9/ 65,028	132,418
Miscellaneous equipment (398)	58,335	10,463
Other tangible property (399)		
Total general plant (389-399)	367,364	178,732
Total above plant accounts (301-399)	24,622,397	614,838
Common plant allocated to water department	2,079,888	5,883
Total water plant with common allocation	26,702,285	620,721

May not cross-check due to rounding.

WATER UTILITY PLANT IN SERVICE (Continued)

Account Number (d)	Retirements during Year (e)	Adjustments Increase or (Decrease) (f)	Balance at End of Year (g)	
340			335	
341				
342				
343	1,365		5,517,541	
344				
345	1,085		2,298,419	
346	17,102		1,182,695	
347				
348	10,781		1,352,810	
349				
Total	30,333		10,351,800	
389				
390				
391	26,129		27,169	
392				
393				
394			146,492	
395			80,062	
396				
397			197,446	
398			68,798	
399				
Total gen	26,129		519,967	
Total wtr	76,462	(1)	25,160,772	
Common	112,907	(11,711)	1,961,153	
Total	189,369	(11,712)	27,121,925	

Property located in Minnesota:

		2003	2004
1/	Plant account 310	4,935	4,935
2/	Plant account 313	122,236	122,236
3/	Plant account 314	2,622,132	2,622,132
4/	Plant account 316	898,104	898,104
5/	Plant account 321	443,424	443,424
6/	Plant account 325	188,301	188,301
7/	Plant account 328	1,216,429	1,216,429
8/	Plant account 332	188	188
9/	Plant account 397	12,291	12,291
		5,508,040	5,508,040

May not cross-check due to rounding.

ACCUMULATED PROVISION FOR DEPRECIATION OF WATER UTILITY PLANT

Report in column (e) additional depreciation expense authorized by Commission to be charged where tax depreciation allowances exceed book amounts.

Primary Plant Accounts (a)	Balance First of Year (b)	S.L. Depr Rate % used (c)	Accruals during year	
			Straight Line Amount (d)	Additional Amount (e)
SOURCE OF SUPPLY PLANT				
Structures and improvements (311)				
Collection and impoundment reservoirs (312)	84,575	1.50	5,554	
Lake, river and other intakes (313)	54,915	1.43	3,820	
Wells and springs (314)	116,156	2.22	58,212	
Infiltration galleries and tunnels (315)				
Supply mains (316)	45,652	1.43	30,435	
Other water source plant (317)	8,150		0	
Total source of supply plant (311-317)	309,448		98,021	0
PUMPING PLANT				
Structures and improvements (321)	195,699	2.50	15,314	
Boiler plant equipment (322)				
Other power production equipment (323)				
Steam pumping equipment (324)				
Electric pumping equipment (325)	407,695	3.33	27,746	
Diesel pumping equipment (326)				
Hydraulic pumping equipment (327)				
Other pumping equipment (328)	199,645	5.00	73,456	
Total pumping plant (321-328)	803,039		116,516	0
WATER TREATMENT PLANT				
Structures and Improvements (331)	588,658	2.22	52,332	
Water treatement equipment (332)	1,327,961	2.33	81,344	
Total water treatment plant (331-332)	1,916,619		133,676	0
TRANSMISSION AND DISTRIBUTION PLANT				
Structures and Improvements (341)				
Distribution reservoirs and standpipes (342)				
Transmission and distribution mains (343)	1,079,664	1.10	60,090	
Fire mains (344)				
Services (345)	773,577	3.85	86,689	
Meters (346)	316,319	5.00	59,562	
Meter installations (347)				
Hydrants (348)	448,666	5.50	71,468	
Other transmission and distribution plant (349)				
Total trans. and distribution plant (341-349)	2,618,226		277,809	0
GENERAL PLANT				
Structures and improvements (390)				
Office furniture and equipment (391)	28,887	5.88 & 25	6,310	
Transportation equipment (392)				
Stores equipment (393)				
Tools, shop, and garage equipment (394)	32,639	5.88	8,202	
Laboratory equipment (395)	50,225	5.88	4,707	
Power operated equipment (396)				
Communication equipment (397)	11,506	10.00	13,123	
Miscellaneous equipment (398)	8,578	5.88	3,738	
Other tangible property (399)				
Total general plant (390-399)	131,835		36,080	0
Total accumulated provision	5,779,167		662,102	0

May not cross-check due to rounding.

ACCUMULATED PROVISION FOR DEPRECIATION OF WATER UTILITY PLANT (Cont.)

Book Cost of Plant Retired (f)	Cost of Removal (g)	Salvage (h)	Other Additions or Deductions		Balance End of Year (k)
			Debit (i)	Credit (j)	
					90,129
					58,735
					174,368
					76,087
				235	8,385
0	0	0	0	235	407,704
					211,013
20,000	4,313				411,128
					273,101
20,000	4,313	0	0	0	895,242
					640,990
0	0	0	0	0	1,409,305
					2,050,295
1,365	14,202				1,124,187
1,085	2,458				856,723
17,102	3,188	3,323			358,914
10,781	20,595	11,804			500,562
30,333	40,443	15,127	0	0	2,840,386
26,129					9,068
					40,841
					54,932
					24,629
					12,316
26,129	0	0	0	0	141,786
76,462	44,756	15,127	0	235	6,335,413

May not cross-check due to rounding.

DEPRECIATION SUMMARY

Particulars (a)	Amount (b)
Total depreciation expense (page W-8 columns (d) and (e))	662,102
Less amounts charged to clearing accounts	
Less amortization of pre-1990 contributions in aid of construction	28,872
Less adjustment for general plant-salvage, allocated amounts	
Plus allocation of depreciation on common plant	64,153
Total water depreciation expense	697,383
Total reserve balance (page W-9 column (k))	6,335,413
Plus allocation of reserve on common plant	1,339,144
Plus pre-1990 contributions in aid of construction	28,786
Total depreciation reserve for water utility	7,703,343

Explanation of items on page W-9 columns (i) and (j).

line 20, column j - annual amount for Asset Retirement Obligation (ARO)

POWER AND PUMPING EQUIPMENT

Use a separate column for each well or source.

Particulars (a)	(b)	(c)	(d)	(e)
System Name				
Identification of well or source where used				
Pumping Equipment:				
Year installed				
Manufacturer				
Type (displacement, centrifugal, air lift, turbine)				
Purpose (low lift, distribution, etc.)				
Rated capacity (gallons per minute)				
Actual capacity (gallons per minute)				
Average number of hours operated per day				
Actual discharge head (ft.)				
Power Equipment:				
Year installed				
Manufacturer				
Type (electric motor, water turbine, gas or oil engine)				
Rated horsepower				
Stand-by Equipment:				
Year installed				
Manufacturer				
Type				

May not cross-check due to rounding.

POWER AND PUMPING EQUIPMENT

Use a separate column for each well or source.

Particulars (a)	(b)	(c)	(d)	(e)
System Name	#1	#2	#3	#4
Identification of well or source where used	Reservoir	Reservoir	Reservoir	Reservoir
Pumping Equipment:				
Year Installed	1989	1989	1989	1989
Manufacturer	Gould	Gould	Gould	Gould
Type (displacement, centrifugal, air lift, turbine)	Vert Turbine	Vert Turbine	Vert Turbine	Vert Turbine
Purpose (low lift, distribution, etc.)	Dist	Dist	Dist	Dist
Rated capacity (gallons per minute)	1,400	4,200	2,350	4,200
Actual capacity (gallons per minute)	Same	Same	Same	Same
Average number of hours operated per day	9.8	0.1	11.2	0.1
Actual discharge head (ft.)	138	138	138	138
Power Equipment:				
Year Installed	1989	1989	1989	1989
Manufacturer	U S Motor	Waukesha	U S Motor	Waukesha
Type (electric motor, water turbine, gas or oil engine)	Electric Motor	Natural Gas	Electric Motor	Natural Gas
Rated horsepower	75	252	125	252
Stand-by Equipment:				
Year Installed	1989			
Manufacturer	Cummins			
Type	Elect Gen			

POWER AND PUMPING EQUIPMENT

Use a separate column for each well or source.

Particulars (a)	(b)	(c)	(d)	(e)
System Name	#5	#6	#PPW P1	#PPW P2
Identification of well or source where used	Reservoir	Reservoir	Collector Well	Collector Well
Pumping Equipment:				
Year Installed	1989	1989	2001	2001
Manufacturer	Gould	Gould	Gould	Gould
Type (displacement, centrifugal, air lift, turbine)	Vert Turbine	Vert Turbine	Vert Turbine	Vert Turbine
Purpose (low lift, distribution, etc.)	Dist	Dist	Low Lift	Low Lift
Rated capacity (gallons per minute)	2,350	2,350	4,200	4,200
Actual capacity (gallons per minute)	Same	Same	Same	Same
Average number of hours operated per day	11.3	7.9	12.8	12.7
Actual discharge head (ft.)	138	138	77	77
Power Equipment:				
Year Installed	1989	1989	2001	2001
Manufacturer	U S Motor	U S Motor	US Motor	US Motor
Type (electric motor, water turbine, gas or oil engine)	Electric Motor	Electric Motor	Electric Motor	Electric Motor
Rated horsepower	125	125	125	125
Stand-by Equipment:				
Year Installed			1999	
Manufacturer			Kohler	
Type			Elect Gen	

POWER AND PUMPING EQUIPMENT

Use a separate column for each well or source.

Particulars (a)	(b)	(c)	(d)	(e)
System Name				
Identification of well or source where used				
Pumping Equipment:				
Year Installed				
Manufacturer				
Type (displacement, centrifugal, air lift, turbine)				
Purpose (low lift, distribution, etc.)				
Rated capacity (gallons per minute)				
Actual capacity (gallons per minute)				
Average number of hours operated per day				
Actual discharge head (ft.)				
Power Equipment:				
Year Installed				
Manufacturer				
Type (electric motor, water turbine, gas or oil engine)				
Rated horsepower				
Stand-by Equipment:				
Year Installed				
Manufacturer				
Type				

POWER AND PUMPING EQUIPMENT

Use a separate column for each well or source.

Particulars (a)	(b)	(c)	(d)	(e)
System Name				
Identification of well or source where used				
Pumping Equipment:				
Year Installed				
Manufacturer				
Type (displacement, centrifugal, air lift, turbine)				
Purpose (low lift, distribution, etc.)				
Rated capacity (gallons per minute)				
Actual capacity (gallons per minute)				
Average number of hours operated per day				
Actual discharge head (ft.)				
Power Equipment:				
Year Installed				
Manufacturer				
Type (electric motor, water turbine, gas or oil engine)				
Rated horsepower				
Stand-by Equipment:				
Year Installed				
Manufacturer				
Type				

RESERVOIRS, STANDPIPES AND WATER TREATMENT PLANT

Use separate columns for each reservoir, standpipe, or water treatment plant as the case may be, using insert sheets if necessary.

Particulars (a)	Unit (b)	Unit (c)	Unit (d)	Unit (e)
System Name				
Unit Name				
RESERVOIRS, STANDPIPES OR ELEVATED TANKS				
Identification number or name	Large	Small		
Type (reservoir, standpipe or elevated tank)	Reservoir	Reservoir		
Year constructed	1911	1900		
Material (earthen, steel, concrete, etc.)	Concrete	Concrete		
Elevation above nearest pumping station	0	0		
Distance from nearest pumping station	30'	30'		
Total capacity in gallons	1,000,000	350,000		
WATER TREATMENT PLANT				
Function of plant --filter, soften, etc.	Filter			
Aerators, type	None			
Disinfection type of equipment	Chlorination			
Number of units	3			
Points of application	3			
Pounds per million gallons	15.7			
Coagulants, kind	PAC & Non Ionic Polymer			
Pounds per million gallons	117.2	1.0		
Mixing units, type	Flash			
Flocculators, type	Vertical			
Sedimentation basins, type	Rectangle			
Filters, type, slow, rapid	Rapid			
Number of beds	4			
Rated capacity, m.g.d.	6			
Zeolite units, number	None			
Rated capacity, m.g.d.				
Percent of water by-passed				
Salt used, pounds per million gallons	None			
Hardness of water treated				
Corrosion control, chemical agent	Orthophosphosphate & Sodium Hydroxide			
Pounds per million gallons	31.6	144.4		
Taste and odor control, agent	Potassium Permanganate			
Pounds per million gallons	None			
Is water fluoridated?	Yes			
Rated capacity of plant (m.g.d.)	6			

RESERVOIRS, STANDPIPES AND WATER TREATMENT PLANT

Use separate columns for each reservoir, standpipe, or water treatment plant as the case may be, using insert sheets if necessary.

Particulars (a)	Unit (b)	Unit (c)	Unit (d)	Unit (e)
System Name				
Unit Name				
RESERVOIRS, STANDPIPES OR ELEVATED TANKS				
Identification number or name				
Type (reservoir, standpipe or elevated tank)				
Year constructed				
Material (earthen, steel, concrete, etc.)				
Elevation above nearest pumping station				
Distance from nearest pumping station				
Total capacity in gallons				
WATER TREATMENT PLANT				
Function of plant --filter, soften, etc.				
Aerators, type				
Disinfection type of equipment				
Number of units				
Points of application				
Pounds per million gallons				
Coagulants, kind				
Pounds per million gallons				
Mixing units, type				
Flocculators, type				
Sedimentation basins, type				
Filters, type, slow, rapid				
Number of beds				
Rated capacity, m.g.d.				
Zeolite units, number				
Rated capacity, m.g.d.				
Percent of water by-passed				
Salt used, pounds per million gallons				
Hardness of water treated				
Corrosion control, chemical agent				
Pounds per million gallons				
Taste and odor control, agent				
Pounds per million gallons				
Is water fluoridated?	YES			
Rated capacity of plant (m.g.d.)				

SOURCES OF WATER SUPPLY - SURFACE WATERS

[illegible]

SOURCES OF WATER SUPPLY - GROUND WATERS

Description and location (if not in service denote with asterisk *)	Identifi- cation Number	Depth in Feet	Well Diameter in Inches	Yield in Gallons per Day	Pumping Method (Dir. Suction, Air Lift or Deep- well Pump)
(a)	(b)	(c)	(d)	(e)	(f)
System Name					
Horizontal Collector Well - Minn. Pt.	PPW 1	12	18	6,000,000	Direct Suction
" " "	PPW 2	12	18	6,000,000	" "
2 horizontal intakes - each with 125' X 18" intake screens					
Infiltration galleries or collecting wells (state length in feet instead of depth - col. (c))					
	PPW 1	505 ft total	length		
	PPW 2	559 ft total	length		

WATER MAINS

Report supply, transmission, distribution, and fire mains under separate captions and report number of feet at end of year for each water system.

Kind of Pipe (Cast Iron, Galv. Iron, Transite, etc.) (a)	Diameter in Inches (b)	No. of Feet (c)	No. of Feet (d)
System Name			
Copper, Galvanized Steel and PE	3/4	22,738	
" " " "	1	21,598	
" " " "	1 1/4	8,018	
" " " "	1 1/2	7,108	
" " " "	2	46,424	
Cast Iron	4	18,646	
Cast Iron, Ductile Iron, Steel and PVC	6	345,449	
" " " "	8	69,780	
" " " "	10	18,436	
" " " "	12	152,670	
" " " "	14	990	
" " " "	16	13,286	
" " " "	20	13,304	
" " " "	24	4,749	
Total		743,196	

WATER SERVICES

Report number of services as of end of year for each separate water system.

Service Type (a)	Diameter in Inches (b)	Number (c)	Number (d)
System Name			
	3/4	7,258	
	1	1,489	
	1 1/4	66	
	1 1/2	109	
	2	145	
	2 1/2	3	
	3	6	
	4	74	
	6	97	
	8	19	
	10	6	
	12	7	
Total		9,279	
List separately the number of units and size of pipe supplying private fire-protection service:			
Total			

HYDRANTS

Description Size of Branch or Valve Opening (a)	(b)	(b)
System Name		
Fire Hydrants:		
4" with double hose nozzle	58	
4" " " " and steamer	176	
4 1/2" " " "	242	
5" " " "	585	
6" " " "	3	
Flushing Hydrants:		
Other:		
Total	1,064	

SALES FOR RESALE

Customer Name (a)	Point of Delivery (b)	Thousands of Gallons Sold (c)	Revenues (d)
Total		0	0

POWER, PUMPING AND PURCHASED WATER STATISTICS

Complete duplicate W-19 pages for each separate water system.

Monthly Station Pumpage and Purchases (a)	Thousands of gallons of water purchased (b)	Thousands of gallons of water pumped per month by		Total thousands of gallons (e)
		Electric Power (c)	Nat. Gas Other (d)	
System Name				
January		94,358	707	95,065
February		91,470	747	92,217
March		95,184	873	96,057
April		92,184	683	92,867
May		93,666	708	94,374
June		97,069	736	97,805
July		101,993	1,017	103,010
August		93,556	758	94,314
September		85,687	811	86,498
October		87,746	610	88,356
November		86,259	610	86,869
December		89,124	833	89,957
Total	0	1,108,296	9,093	1,117,389
Less: Meas. or est. water used in backwashing during year (000 gal.)				36,203
Meas. or est. water for blow, settling basins during year (000 gal.)				
Other utility use (Explain) (000 gal.)				
Flushing Mains				5,553
Water pumped into distribution mains (000 gal.)				1,075,633
Less: Gallons sold (From page W-1, line 32)				984,412
Losses and unaccounted for (000 gal.)				91,221
Percent unaccounted for (line 30 / line 28) to the whole %				8%
If more than 25%, indicate causes below and state what action has been taken to reduce water loss:				
Max. gal pumped by all methods in any one day during reporting year				3,768
Date of Maximum (mo/da/yr)				6/28/2004
Cause of maximum:				
Min. gal pumped by all methods in any one day during reporting year				2,433
Date of Minimum (mo/da/yr)				12/25/2004
Total kWh used for pumping for the year				1,265,197
Recommended fire flow from latest I.S.O. rating in gpm				4,500
For how long in hours				4
Maximum pressure on mains - ordinary				63
Minimum pressure on mains - ordinary				53
Maximum pressure on mains - fire				68
Minimum pressure on mains - fire				51
Average static head in feet				130.5
If water is purchased, indicate the following:				
Vendor name				
Point of Delivery				

SUPERIOR WATER, LIGHT & POWER WATER SYSTEM

The map illustrates the water distribution network for Superior. It shows a dense grid of streets in the central urban area, with water mains running parallel to the streets. A large body of water, Lake Superior, is to the north and east. The water mains network includes a main line running along the shoreline and a branch line running through the city. Three specific points of interest are marked with dots and labeled A, B, and C. Point A is located on the shoreline near the top right. Point B is located on a main water line in the central urban area. Point C is located on a water line in the lower left area. A legend in the bottom right corner indicates that the lines represent 'Water Mains' and the dots represent 'Points of Interest'.

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REVISÉD 1-21-05

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004
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SECURITY HOLDERS AND VOTING POWERS

1. Give the names and addresses of the 10 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent, prior to the end of the year had the highest voting powers in the respondent, and state the number of votes which each would have had the right to cast on that date if a meeting were then in order. If any such holder held in trust, give in a footnote the known particulars of the trust (whether voting trust, etc.) duration of trust, and principal holders of beneficiary interests in the trust. If the stock book was not closed or a list of stockholders was not compiled within one year prior to the end of the year, or if since the previous compilation of a List of stockholders, some other class of security has become vested with voting rights, then show such 10 security holders as of the close of the year. Arrange the names of the security holders in the order of voting power, commencing with the highest. Show in column (a) the titles of officers and directors included in such list of 10 security holders.
2. If any security other than stock carries voting rights, explain in a footnote the circumstances whereby such security became vested with voting rights give other important particulars (details) concerning voting rights of such security. State whether voting right are actual or contingent; if contingent, describe the contingency.
3. If any class or issue of security has any special privileges in the election of directors, trustees or managers, or in the determination of corporate action by any method explain briefly in a footnote.
4. Furnish particulars (details) concerning any options warrants, or rights outstanding at the end of the year others to purchase securities of the respondent or any securities or other assets owned by the respondent, including prices, expiration dates, and other material information relating to exercise of the options, warrants, or right the amount of such securities or assets so entitled to purchased by any officer, director, associated company, or of the ten largest security holders. This instruction is inapplicable to convertible securities or to any securities substantially all of which are outstanding in the hands of the public where the options, warrants, or rights were issued prorata basis.

1. Give the date of the latest closing of the stock book prior to end of year, and state the purpose of such closing:

2. State the total number of votes cast at the latest general meeting prior to end of year for election of directors of the respondent and number of such votes cast by proxy

Total: 52,000

By Proxy:

3. Give the date and place of such meeting
March 18, 2004
30 West Superior Street
Duluth, MN 55802

Line No.	Name (Title) and Address of Security Holder (a)	VOTING SECURITIES Number of Votes as of (date): 03/08/2001			
		Total Votes (b)	Common Stock (c)	Preferred Stock (d)	Other (e)
4	TOTAL votes of all voting securities	52,000	52,000		
5	TOTAL number of security holders	1	1		
6	TOTAL votes of security holders listed below	52,000	52,000		
7	ALLETE, Inc. (formerly Minnesota				
8	Power, Inc.)				
9	30 West Superior Street				
10	Duluth, MN 55802				
11					
12					
13					
14					
15					
16					
17					
18					

Name of Respondent Superior Water, Light & Power		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr)	Year/Period of Report End of 2004
CONSTRUCTION OVERHEADS - ELECTRIC					
1. List in column (a) to kinds of overheads according to the titles used by the respondent. Charges for outside professional services for engineering fees and management or supervision fees capitalized should be shown as separate items. 2. On Page 218 furnish information concerning construction overheads. 3. A respondent should not report "none" to the page if no overhead apportionments are made, but rather should explain on Page 218 the accounting procedures, employed and the amounts of engineering, supervision and administrative costs, etc. which are directly charged to construction. 4. Enter on this page engineering, supervision, administrative, and allowance for funds used during construction, etc., which are first assigned to a blanket work order and then prorated to construction jobs.					
Line No.	Description of overhead (a)	Total amount charged for the year (b)			
1	Administrative and General Expense	102,298			
2	Payroll Taxes	13,592			
3	Employee Benefits	51,210			
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
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36					
37					
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39					
40					
41					
42					
43					
44					
45					
46	TOTAL	167,100			

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2004
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GENERAL DESCRIPTION OF CONSTRUCTION OVERHEAD PROCEDURE

- For each construction overhead explain: (a) the nature and extent of work, etc. the overhead charges are intended to cover, (b) the general procedure for determining the amount capitalized, (c) the method of distribution to construction jobs, (d) whether different rates are applied to different types of construction, (e) basis of differentiation in rates for different types of construction, and (f) whether the overhead is directly or indirectly assigned.
- Show below the computation of allowance for funds used during construction rates, in accordance with the provisions of Electric Plant instructions 3(17) of the U.S. of A.
- Where a net-of-tax rate for borrowed funds is used, show the appropriate tax effect adjustment to the computations below in a manner that clearly indicates the amount of reduction in the gross rate for tax effects.

A study is made, based on judgement as well as time, of the amount of salary, office expenses and other administrative expenses which is allocable to construction. The yearly amount for 2004 was equal to 8% of direct costs of construction additions charged to work in progress monthly and credited to this account. Payroll taxes and employee benefits are allocated based on the labor dollars through the monthly labor distribution process. For purchased additions such as meters, transformers, autos, etc., as well as construction work by contractors, no amount is charged to construction work in progress or credited to this account.

COMPUTATION OF ALLOWANCE FOR FUNDS USED DURING CONSTRUCTION RATES

For line 1(5), column (d) below, enter the rate granted in the last rate proceeding. If such is not available, use the average rate earned during the preceding three years.

- Components of Formula (Derived from actual book balances and actual cost rates):

Line No.	Title (a)	Amount (b)	Capitalization Ratio(Percent) (c)	Cost Rate Percentage (d)
1	Average Short-Term Debt & Computation of Allowance text	S		
2	Short-term Interest			s
3	Long-Term Debt	D		d
4	Preferred Stock	P		p
5	Common Equity	C		c
6	Total Capitalization			
7	Average Construction Work in Progress Balance	W		

- Gross Rate for Borrowed Funds

$$s \left(\frac{S}{W} \right) + d \left(\frac{D}{D+P+C} \right) \left(1 - \frac{S}{W} \right) \quad 0.00$$

- Rate for Other Funds

$$\left[1 - \frac{S}{W} \right] \left[p \left(\frac{P}{D+P+C} \right) + c \left(\frac{C}{D+P+C} \right) \right] \quad 0.00$$

- Weighted Average Rate Actually Used for the Year:

- Rate for Borrowed Funds - 0.00
- Rate for Other Funds - 0.00

Name of Respondent Superior Water, Light and Power Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2004</u>
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NONUTILITY PROPERTY (Account 121)

1. Give a brief description and state the location of Nonutility property included in Account 121.
2. Designate with a double asterisk any property which is Leased to another company. State name of Lessee and whether Lessee is an associated company.
3. Furnish particulars (details) concerning sales, purchases, or transfers of Nonutility Property during the year.
4. List separately all property previously devoted to public service and give date of transfer to Account 121, Nonutility Property.
5. Minor Items (5% of the Balance at the End of the Year), for Account 121 or \$100,000, whichever is Less) may be-grouped by (1) previously devoted to public service (Line 44), or (2) other Nonutility property (Line 45).

Line No.	Description and Location (a)	Balance of Beginning of Year (b)	Purchases, Sales, Transfers, etc. (c)	Balance at End of Year (d)
1	Land and Land Rights From Old Line 3 Right of Way	27,459		27,459
2				
3	Land From Old Storage Plant	14,220		14,220
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
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34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44	Minor Item Previously Devoted to Public Service	203		203
45	Minor Items-Other Nonutility Property			
46	TOTAL	41,882	0	41,882

Name of Respondent Superior Water, Light & Power	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report End of <u>2004</u>
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NUMBER OF ELECTRIC DEPARTMENT EMPLOYEES

1. The data on number of employees should be reported for the payroll period ending nearest to October 31, or any payroll period ending 60 days before or after October 31.

2. If the respondent's payroll for the reporting period includes any special construction personnel, include such employees on line 3, and show the number of such special

construction employees in a footnote.

3. The number of employees assignable to the electric department from joint functions of combination utilities may be determined by estimate, on the basis of employee equivalents. Show the estimated number of equivalent employees attributed to the electric department from joint functions.

1. Payroll Period Ended (Date)	12/12/2004
2. Total Regular Full-Time Employees	12
3. Total Part-Time and Temporary Employees	15
4. Total Employees	27

Name of Respondent Superior Water, Light & Power Co	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report End of 2004
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PARTICULARS CONCERNING CERTAIN INCOME DEDUCTIONS AND INTEREST CHARGES ACCOUNTS

Report the information specified below, in the order given, for the respective income deduction and interest charges account. Provide a subheading for each account and a total for the account. Additional columns may be added if deemed appropriate with respect to any account.

(a) Miscellaneous Amortization (Account 425): Describe the nature of items included in this account, the contra account charged, the total of amortization charges for the year, and the period of amortization.

(b) Miscellaneous Income Deductions: Report the nature, payee, and amount of other income deductions for the year as required by Accounts 426.1, Donations; 426.2, Life Insurance; 426.3, Penalties; 426.4, Expenditures for Certain Civic Political and Related Activities; and 426.5, Other Deductions, of the Uniform System of Accounts. Amounts of less than 5% of each account total for the year (or \$1,000, whichever is greater) may be grouped by classes within the above accounts.

(c) Interest on Debt to Associated Companies (Account 430) -- For each associated company to which interest on debt was incurred during the year, indicate the amount and interest rate respectively for (a) advances on notes, (b) advances on open account, (c) notes payable, (d) accounts payable, and (e) other debt, and total interest. Explain the nature of other debt on which interest was incurred during the year.

(d) Other Interest Expense (Account 431) -- Report particulars (details) including the amount and interest rate for other interest charges incurred during the year.

Line No.	Item (a)	Amount (b)
1		
2		
3		
4		
5	426.1 Miscellaneous Income Deductions - Donations	
6	United Way	13,500
7	YMCA - Capital Campaign	40,000
8	Miscellaneous	13,448
9	Subtotal (426.1)	66,948
10		
11		
12	426.2 Miscellaneous Income Deductions - Life Insurance	(11,018)
13		
14	426.3 Miscellaneous Income Deductions - Penalties	-
15		
16	426.4 Miscellaneous Income Deductions - Certain Civic Political and Related Activities	286
17		
18	426.5 Miscellaneous Income Deductions - Other	(286)
19		
20	Total (426)	55,930
21		
22		
23	430 Interest Expense to Associated Companies	123,915
24		
25	Total (430)	123,915
26		
27	431 Other Interest Expense	
28	Customer Deposits	1,200
29	LESOP	1,148
30	Deferred Employee Benefits	69,117
31	Amended tax returns-income & sales tax	35,281
32	Miscellaneous	(78)
33	Total (431)	106,668
34		
35		
36		
37		
38		
39		
40		
41		

Name of Respondent Superior Water, Light and Power	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report End of 2004
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ELECTRIC DISTRIBUTION METERS AND LINE TRANSFORMERS

1. Report below the information called for concerning distribution watt-hour meters and line transformers.
2. Include watt-hour demand distribution meters, but not external demand meters.
3. Show in a footnote the number of distribution watt-hour meters or line transformers held by the respondent under lease from others, jointly owned with others, or held otherwise than by reason of sole ownership by the respondent. If 500 or more meters or line transformers are held under a lease, give name of lessor, date and period of lease, and annual rent. If 500 or more meters or line transformers are held other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of accounting for expenses between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Line No.	Item (a)	Number of Watt-hour Meters (b)	LINE TRANSFORMERS	
			Number (c)	Total capacity (in (MVA) (d)
1	Number at Beginning of Year	15,682	2,297	109,453.5
2	Additions During Year			
3	Purchases	179	73	4,625
4	Associated with Utility Plant Acquired			
5	TOTAL Additions (Enter Total of lines 3 and 4)	179	73	4,625
6	Reductions During Year			
7	Retirements	586	35	3,360.5
8	Associated with Utility Plant Sold			
9	TOTAL Reductions (Enter Total of lines 7 and 8)	586	35	3,360.5
10	Number at End of Year (Lines 1 + 5 - 9)	15,275	2,335	110,718
11	In Stock	1,110	171	9,954.5
12	Locked Meters on Customers' Premises	70		
13	Inactive Transformers on System			
14	In Customers' Use	14,068	2,156	100,078.5
15	In Company's Use	27	8	685
16	TOTAL End of Year (Total 11 to 15. This should equal line 10)	15,275	2,335	110,718

